

MARVEL

# THE AMAZING SPIDER-MAN®



MARVEL MASTERWORKS®  
BY STAN LEE & STEVE DITKO



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# THE AMAZING SPIDER-MAN®

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THE MARVEL MASTERWORKS PROUDLY PRESENT THE WORLD'S MOST FAMOUS COMICS AND SUPER HEROES FROM THEIR VERY BEGINNINGS IN A SERIES OF PAINSTAKINGLY RESTORED ARCHIVAL VOLUMES.

COLLECTING *THE AMAZING SPIDER-MAN* #20-30 & ANNUAL #2

**MARVEL**





MARVEL  
COMICS  
GROUP **12¢**

IND.

# the AMAZING SPIDER-MAN

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

20  
JAN



**HOW CAN SPIDEY  
BATTLE A FOE WHO  
IS STRONGER THAN  
HE IS???**

**YOU'RE ABOUT TO  
MEET ONE OF MARVEL'S  
NEWEST, GREATEST  
ARCH-VILLAINS...**

**"THE  
SCORPION!"**

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# "THE COMING OF THE SCORPION!"

OR: "SPIDEY BATTLES SCORPEY!"

BE SURE TO KEEP YOUR EYE ON THE STARTLING SCORPION!  
WE PREDICT THAT HE'S DEFINITELY A CANDIDATE FOR THE  
SUPER-VILLAINS' HALL OF FAME!



MANY READERS HAVE ASKED  
WHY STAN'S NAME IS ALWAYS  
FIRST ON THE CREDITS! AND  
SO, BIG-HEARTED LEE AGREED  
TO PUT STEVEY'S NAME  
FIRST THIS TIME! HOW  
ABOUT THAT?!!

ILLUSTRATED BY:  
**STEVE DITKO**  
WRITTEN BY:  
**STAN LEE**  
LETTERED BY:  
**S. ROSEN**

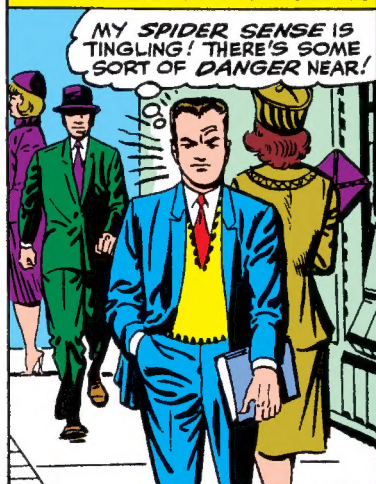
... BUT WE STILL HAVE  
A FEELING THAT SNEAKY  
STAN PUT SOMETHING  
OVER ON US! ANYWAY,  
NOW IT'S TIME FOR  
THRILLS, CHILLS, AND  
SPILLS ...



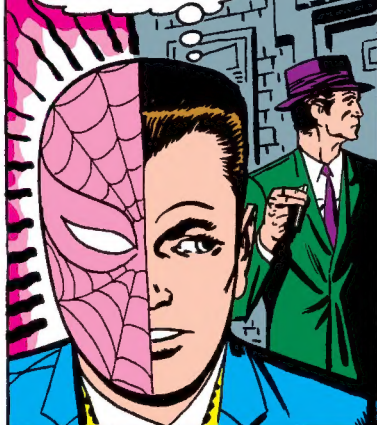
REMEMBER THE MYSTERIOUS FIGURE WHO FOLLOWED PETER PARKER HOME FROM SCHOOL LAST ISH? HERE HE IS AGAIN, THE NEXT DAY, STILL LURKING IN THE SHADOWS, WAITING FOR THE UNSUSPECTING TEEN-AGER...



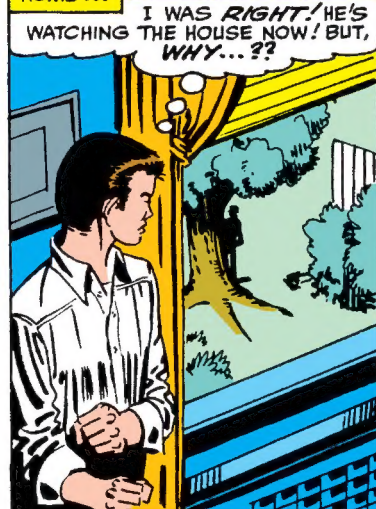
BUT THIS TIME, PETER'S PURSUER GETS OVERCONFIDENT AND FOLLOWS JUST A BIT TOO CLOSE!



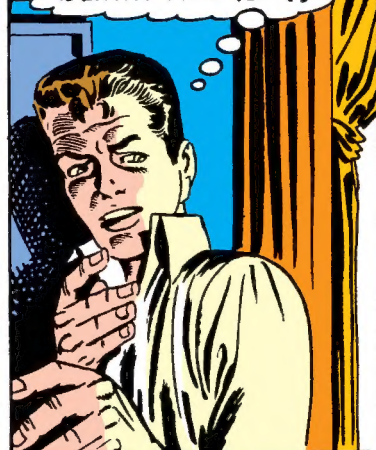
IT'S COMING FROM *BEHIND* ME! NOBODY THERE BUT THAT STRANGER, TRYING DESPERATELY TO PRETEND HE'S AN INNOCENT PEDESTRIAN!



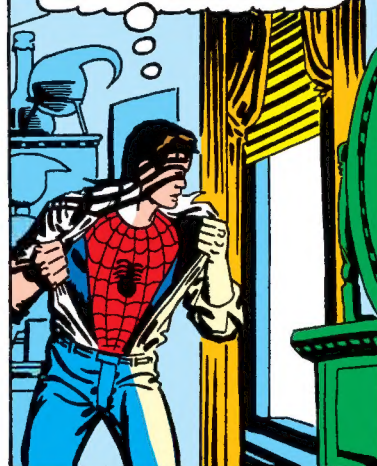
THEN, AFTER PETER HAS REACHED HOME...



I NEVER SAW HIM BEFORE... DON'T KNOW WHO HE IS! CAN IT BE THAT SOMEBODY HAS FIGURED OUT MY SECRET IDENTITY AT LAST??



WELL, THERE'S ONLY ONE WAY TO FIND OUT! AND, WHAT I HAVE TO DO NOW, HAD BETTER BE DONE BY... *SPIDER-MAN*!



HE'S WALKING AWAY! THAT SUITS ME FINE! HERE'S WHERE THE FOLLOWER BECOMES THE FOLLOWED!!



TWO BLOCKS LATER...

IT'S NO TRICK TO FOLLOW SOMEONE SILENTLY WHEN YOU'VE GOT THE POWER OF A THOUSAND SPIDERS!



HE WENT INTO THAT PHONE BOOTH! WHO CAN HE BE CALLING?







TOO BAD I COULDN'T HEAR HIM FROM THIS HIGH UP! UH OH! HE'S HEADING BACK TOWARDS MY HOUSE AGAIN!



TRAVELING IN HIS OWN UNIQUE MANNER, THE AMAZING SPIDER-MAN ATTEMPTS TO BEAT THE MYSTERIOUS STRANGER TO HIS DESTINATION...

IT'S, ALMOST AS THOUGH HE'S AN AGENT FOR SOMEONE ELSE, AND PHONED HIS BOSS FOR FURTHER INSTRUCTIONS!



BUT, REACHING HIS HOME, SPIDEY FINDS...

TOO MUCH TRAFFIC GOING BY THE OTHER SIDE... AND MY UNKNOWN PLAYMATE IS COMING FROM THIS SIDE!



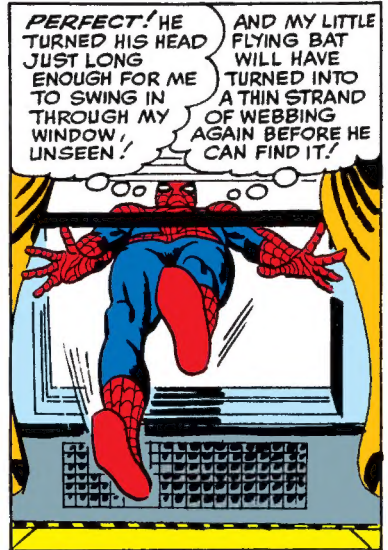
I CAN'T LET ANYONE SEE SPIDER-MAN SWINGING INTO PETER PARKER'S WINDOW... IT COULD BE A TIP-OFF TO WHO I REALLY AM!

BUT, IF I CAN DIVERT THAT SNOOPER'S ATTENTION FOR A MINUTE----



SECONDS LATER, A STRANGE, BAT-SHAPED OBJECT WHIZZES PAST THE STARTLED MAN BELOW... CAUSING HIM TO MOMENTARILY FORGET HIS MISSION!

WHAT IN BLAZES IS THAT??



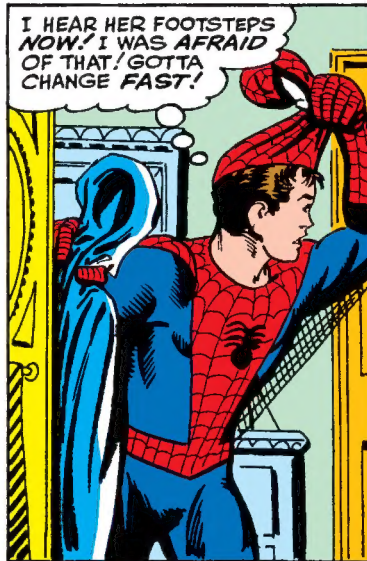
PERFECT! HE TURNED HIS HEAD JUST LONG ENOUGH FOR ME TO SWING IN THROUGH MY WINDOW, UNSEEN!

AND MY LITTLE FLYING BAT WILL HAVE TURNED INTO A THIN STRAND OF WEBBING AGAIN BEFORE HE CAN FIND IT!

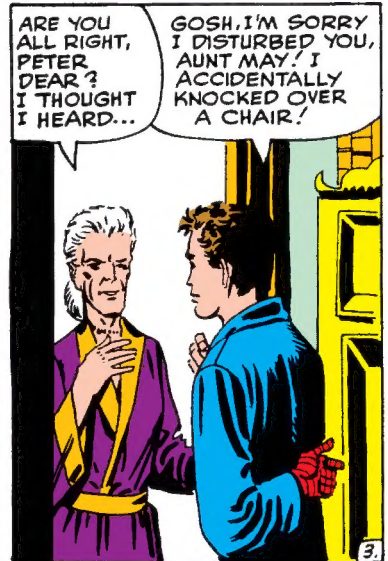


BUT, IN AN EFFORT TO RETAIN HIS BALANCE AFTER THE FLYING LEAP, SPIDEY ACCIDENTALLY BUMPS INTO THE WALL OF HIS ROOM...

DARN IT! I HOPE THIS DOESN'T WAKE UP AUNT MAY!



I HEAR HER FOOTSTEPS NOW! I WAS AFRAID OF THAT! GOTTA CHANGE FAST!



ARE YOU ALL RIGHT, PETER DEAR? I THOUGHT I HEARD...

GOSH, I'M SORRY I DISTURBED YOU, AUNT MAY! I ACCIDENTALLY KNOCKED OVER A CHAIR!



THEN, AFTER HIS AUNT HAS LEFT...

HE'S OUT THERE! THERE'S NOTHING I CAN DO BUT LET HIM CONTINUE THIS CAT AND MOUSE GAME, UNTIL I CAN FIGURE OUT WHAT HE'S AFTER!

BUT I MUST BE CAREFUL TO DO NOTHING TO REVEAL MY SECRET IDENTITY TO HIM!

AND, THE NEXT MORNING...

"OLD FAITHFUL" IS STILL THERE! LOOKS LIKE HE'S MAKING A LIFETIME JOB OF THIS!

WELL, AS LONG AS I'M AWARE OF HIM, HE CAN'T ATTACK ME BY SURPRISE!

BETTY USUALLY GETS TO WORK EARLY ON SATURDAY, SO I'LL PAY HER A VISIT!

AND, IN THE NEWSPAPER OFFICE OF J. JONAH JAMESON, PUBLISHER, AND UNDISPUTED HEAD OF THE "I HATE SPIDEY" BOOSTERS...

WHAT'S THIS NEW ITEM? SOME NUTTY SCIENTIST CLAIMS TO HAVE FOUND A WAY TO CAUSE ARTIFICIAL MUTATIONS IN ANIMALS! SHMPH! BIG DEAL!

WHY DO MY EDITORS BOTHER SHOWING ME PROOFS OF EVERY UNIMPORTANT STORY THAT COMES ALONG?

NOW, IF SOMEONE DISCOVERED AN ANTI-SPIDER-MAN SERUM, THAT WOULD BE A STORY! OH, HOW I HATE THAT WEB-SPINNING, WALL-CRAWLING MASKED MENACE!

IF ONLY THERE WERE SOMEONE STRONGER THAN HIM THAT I COULD HIRE TO... HEY! WAIT A MINUTE! THAT'S IT! THAT'S THE ANSWER!

LET'S SEE NOW... WHAT'S THE NAME AND ADDRESS OF THAT EGGHEAD WHO CAN CAUSE ARTIFICIAL MUTATIONS??

THIS IS MY GREATEST INSPIRATION! I'LL RID THE WORLD OF SPIDER-MAN... ONCE AND FOR ALL! I'LL PROBABLY GET A MEDAL!

HERE IT IS... DR. FARLEY STILLWELL! THIS IS PERFECT! HE LIVES RIGHT HERE IN THE CITY!

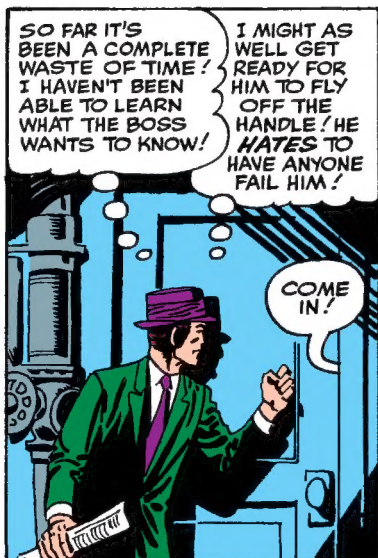
AND I HAVE JUST THE MAN I NEED TO HELP ME WITH MY BRILLIANT STROKE OF GENIUS!

MEANWHILE, OUTSIDE THE DAILY BUGLE BUILDING...

HE'S PROBABLY GOING IN TO SEE HIS GIRL FRIEND! THIS IS MY CHANCE TO TAKE A BREAK!

I'LL RUSH OFF AND REPORT TO THE BOSS NOW!





SO FAR IT'S BEEN A COMPLETE WASTE OF TIME! I HAVEN'T BEEN ABLE TO LEARN WHAT THE BOSS WANTS TO KNOW!

I MIGHT AS WELL GET READY FOR HIM TO FLY OFF THE HANDLE! HE HATES TO HAVE ANYONE FAIL HIM!

COME IN!



BOSS, I JUST WANTED TO LET YOU KNOW I'M STILL TRYING, BUT SO FAR I HAVEN'T BEEN ABLE TO...

MAC GARGAN! JUST THE MAN I WANT TO SEE! NEVER MIND YOUR REPORT! I'VE LOST INTEREST IN PETER PARKER!



I'VE A NEW JOB FOR YOU... SOMETHING MUCH MORE IMPORTANT THAN FOLLOWING PARKER TO LEARN HOW HE MANAGES TO GET THOSE GREAT NEWS PHOTOS WHICH HE SELLS ME!



THE JOB I HAVE FOR YOU NOW MIGHT BE DANGEROUS, GARGAN...

WHO CARES? YOU KNOW ME, BOSS! JUST AS LONG AS THE PAY IS GOOD! SO, WHAT'S THE PITCH?



MEANWHILE, PETER PARKER SPEAKS TO JAMESON'S SECRETARY IN JJJ'S OUTER OFFICE...

PETER, I'M SURE YOU REMEMBER NED LEEDS, THE REPORTER I INTRODUCED TO YOU A COUPLE OF DAYS AGO!

SURE! HOW'S IT GOING, NED? FINE, PETE! AS A MATTER OF FACT, I'M HEADING FOR AN IMPORTANT ASSIGNMENT!

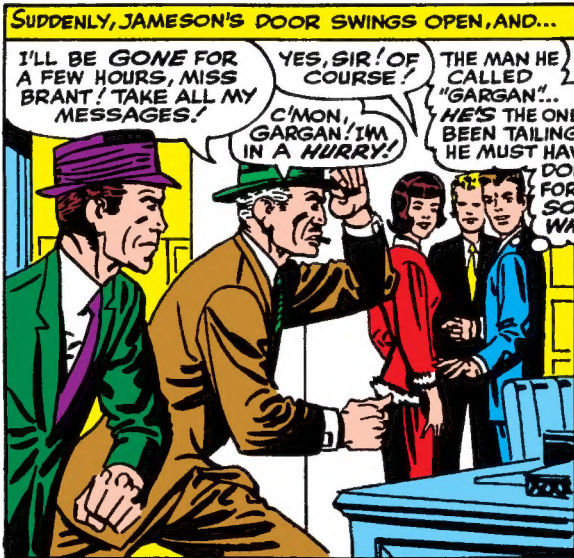


MR. JAMESON IS SENDING ME TO EUROPE, TO COVER THE DISARMAMENT CONFERENCES...

HEY, THAT'S GREAT!

HE'S A REAL NICE GUY, BUT BETTY WAS SEEING TOO MUCH OF HIM! FOR ONCE, THINGS ARE GOING MY WAY!

NED LEAVES TO-NIGHT, PETER!



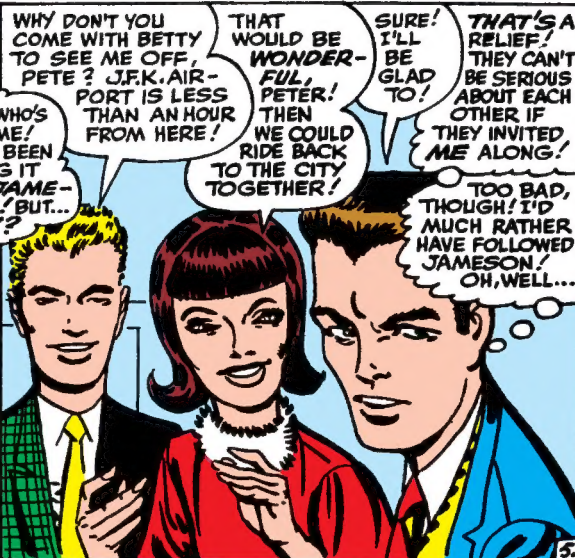
SUDDENLY, JAMESON'S DOOR SWINGS OPEN, AND...

I'LL BE GONE FOR A FEW HOURS, MISS BRANT! TAKE ALL MY MESSAGES!

YES, SIR! OF COURSE!

C'MON, GARGAN! I'M IN A HURRY!

THE MAN HE CALLED "GARGAN"... HE'S THE ONE WHO'S BEEN TAILING ME! HE MUST HAVE BEEN DOING IT FOR JAMESON! BUT... WHY?



WHY DON'T YOU COME WITH BETTY TO SEE ME OFF, PETE? J.F.K. AIRPORT IS LESS THAN AN HOUR FROM HERE!

THAT WOULD BE WONDERFUL, PETER! THEN WE COULD RIDE BACK TO THE CITY TOGETHER!

SURE! I'LL BE GLAD TO!

THAT'S A RELIEF! THEY CAN'T BE SERIOUS ABOUT EACH OTHER IF THEY INVITED ME ALONG!

TOO BAD, THOUGH! I'D MUCH RATHER HAVE FOLLOWED JAMESON! OH, WELL...

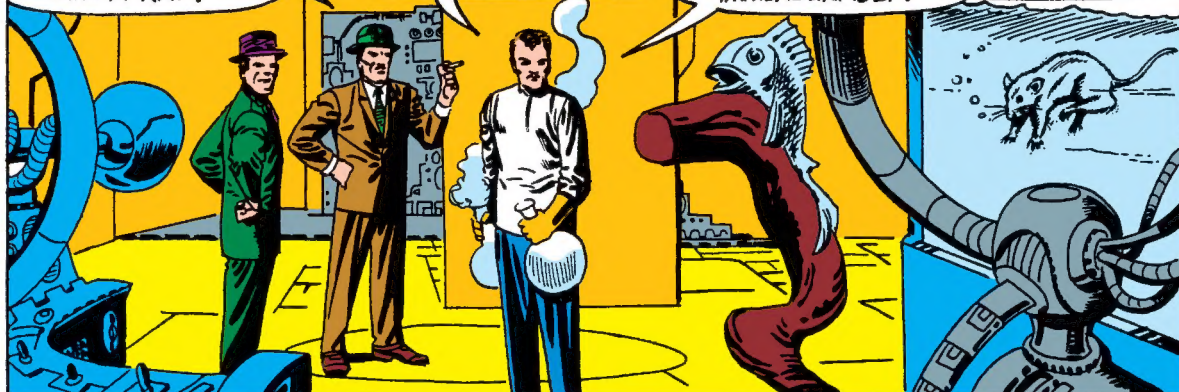


A SHORT TIME LATER, AT THE LABORATORY OF DR. FARLEY STILLWELL ...

YOU MEAN YOU ACTUALLY MUTATED A RAT SO IT CAN SWIM LIKE A FISH ... AND ENABLED A FISH TO BREATHE AIR LIKE A RAT?

WELL, "MUTATED" IS NOT THE EXACT SCIENTIFIC WORD, MR. JAMESON! ... BUT I BELIEVE YOU SUMMED IT UP ACCURATELY ENOUGH!

MY WORK, IF PROPERLY DEVELOPED, MIGHT BE OF GREAT VALUE TO FARMERS, BOTANISTS AND THE LIKE! I'M DELIGHTED THAT YOU'VE SHOWN SUCH INTEREST! AN INFLUENTIAL MAN LIKE YOU, PUBLICIZING MY FINDINGS, COULD FURTHER THE CAUSE OF SCIENCE IMMEASURABLY!



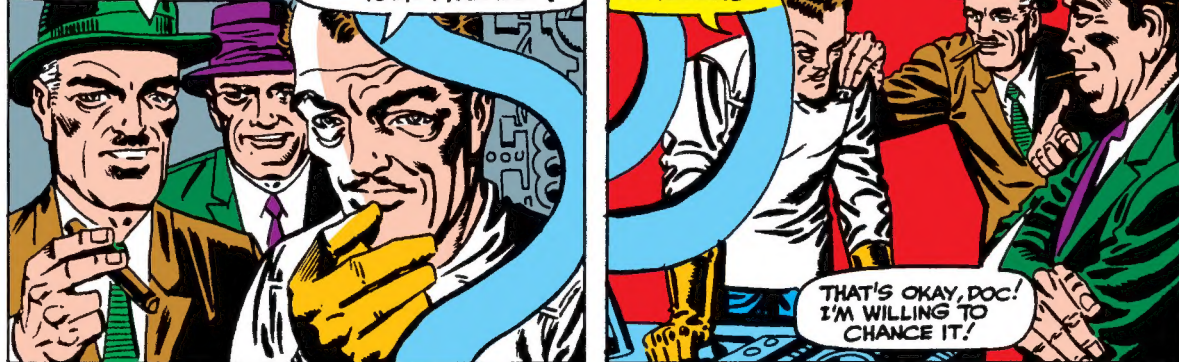
SURE, SURE! NATURALLY! BUT IT'S NOT SCIENCE I'M INTERESTED IN RIGHT NOW! I WANT YOU TO WORK ON A SPECIAL PROJECT FOR ME! IF IT WORKS, I'LL PAY YOU \$10,000!

I'M A RESEARCH SCIENTIST! I DON'T ACCEPT PRIVATE JOBS FOR PAY! AND YET... WITH \$10,000 I COULD BUY NEW EQUIPMENT... NEW MATERIALS! I... I'M JUST NOT IN A POSITION TO REFUSE YOU, MR. JAMESON! WHAT IS YOUR PROJECT?

I WANT YOU TO TRY YOUR EXPERIMENT ON A HUMAN BEING! I WANT YOU TO GIVE A MAN POWERS WHICH ARE GREATER THAN SPIDER-MAN'S!

I HAVE ENOUGH SERUM... I HAVE THE KNOW-HOW... AND, YET, IT MIGHT BE DANGEROUS! I CAN'T GUARANTEE THE RESULTS!

THAT'S OKAY, DOC! I'M WILLING TO CHANCE IT!



MOMENTS LATER... AFTER DR. STILLWELL HAS SHAVED GARGAN'S HEAD...

I CAN GIVE YOU THE POWERS OF A SCORPION, FOR INSTANCE! YOUR BODY WOULD BECOME MORE POWERFUL THAN SPIDER-MAN'S... BUT I DON'T KNOW HOW IT WOULD AFFECT YOUR BRAIN!

WHO CARES? I'M GETTING \$10,000 ALSO FOR MY PART IN THIS... AND I'D DO ANYTHING FOR THAT KIND OF DOUGH!

VERY WELL, THEN, DRINK THIS! I KNOW I SHOULDN'T AGREE TO THIS MAD SCHEME, BUT HEAVEN FORGIVE ME, I MUST HAVE THE MONEY TO CARRY ON MY WORK!



THEN, THE LONG ARDUOUS PERIOD OF TESTING BEGINS, UNTIL...

HE'S REACTING PERFECTLY! SEE HOW HIS STRENGTH HAS INCREASED! AND HIS COORDINATION IS ALREADY SUPER-HUMAN!

GOOD! GOOD! JUST SO LONG AS I'M SURE HE CAN BEAT THAT BLASTED SPIDER-MAN! THAT'S ALL I WANT!!





AND STILL THE INCREDIBLE  
EXPERIMENT CONTINUES...

ONE OF A TRUE  
SCORPIONS MOST  
POTENT WEAPONS  
IS HIS TAIL! AND  
OUR SYNTHETIC  
SCORPION SHALL  
HAVE A TAIL  
ALSO!

STILLWELL,  
IF THIS  
WORKS, I'LL  
MAKE YOU  
RICH...FAMOUS!  
I'LL BECOME  
YOUR PATRON!

...FOR, THE WORLD **MUST**  
BE RID OF SPIDER-MAN!  
AND AT LAST WE'VE BEEN  
GIVEN THE TOOLS  
TO DO THE JOB!

I FEEL  
LIKE A  
LIVING  
DYNAMO!  
I'VE BECOME  
ALL MUSCLE!  
I CAN LICK  
ANYBODY!

THE EXPERIMENT  
IS OVER!  
THERE'S NOTHING  
MORE I CAN DO!

GOOD! NOW  
LET'S PUT HIM  
IN A COSTUME!  
I HAVE THE  
PERFECT DESIGN  
IN MIND! I WANT  
SPIDER-MAN DEFEAT-  
ED BY SOMEONE  
JUST LIKE  
HIM...IT WILL  
BE POETIC  
JUSTICE!

AND  
SO...

NOTICE HOW HE CAN MANIPULATE HIS  
TAIL AUTOMATICALLY! HIS INVOLUNTARY  
NERVE IMPULSES, ACTIVATED BY MENTAL  
COMMANDS, SERVE TO...

LOOK, SPARE  
ME THE EXPLANATIONS, STILLWELL! JUST SO  
LONG AS HE  
SMASHES  
SPIDER-  
MAN!

GIVE ME  
SOMETHING  
TO TEST MY  
STRENGTH  
ON! I'VE GOTTA  
SEE IF I'M AS  
POWERFUL  
AS I FEEL!

THERE!  
SATISFIED?

A GRANITE BLOCK!  
AND I CAN PULL IT APART  
WITH MY BARE HANDS!  
DOC, YOU'RE A  
GENIUS!

WAIT! LOOK OUT! WHAT ARE YOU DOING??

HUH? WHAT...? HEY...HOW DID THAT  
HAPPEN??

IT'S YOUR TAIL! YOU'VE  
FORGOTTEN IT'S ATTACHED TO  
YOUR BACK! YOU HAVEN'T  
FULLY LEARNED TO  
CONTROL IT  
YET!

IT'S LIKE  
A SLEDGE-  
HAMMER!  
SPIDER-MAN  
WON'T STAND  
A CHANCE!

YOU'LL HAVE TO  
SPEND SOME TIME  
PRACTICING...  
LEARNING TO  
COORDINATE YOUR  
MOVEMENTS...TO  
FAMILIARIZE YOURSELF  
WITH YOUR NEW POWERS!

AW, WHY WASTE TIME? I  
FEEL LIKE I COULD LICK  
AN ARMY RIGHT  
NOW!

DO AS DR.  
STILLWELL SAYS,  
GARGAN! REMEM-  
BER, I'M STILL THE  
ONE PAYING YOU!  
REPORT TO ME FOR  
INSTRUCTIONS WHEN  
HE SAYS YOU'RE  
READY!



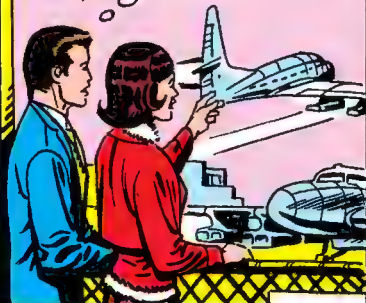
MEANWHILE, AT THE AIRPORT...

HOW LONG WILL NED BE GONE, BETTY?

AT LEAST SIX MONTHS, PETER!

AW, THAT'S TOO BAD!

HOORAY!



Y'KNOW, BETTY... I'VE NO RIGHT TO EXPECT YOU NOT TO DATE OTHER BOYS! BUT YET, SOME - TIMES, I KINDA WISH...

PLEASE, PETER DEAR... LET'S NOT TALK ABOUT ANYTHING SERIOUS NOW! I'M JUST NOT IN THE MOOD!



FINALLY, REACHING THE BUGLE OFFICE AGAIN...

SURE, BETTY! I ENJOYED IT, HONEY!

THANKS FOR RIDING BACK WITH ME, PETER! I'LL SEE YOU LATER!

NED LEEDS IS A GREAT GUY... BUT I HOPE HE STAYS IN EUROPE FOREVER!



BUT NOW TO WORK! MY SPIDER-SENSE INDICATES I'M NOT BEING FOLLOWED ANY MORE! BUT I STILL WANT TO SEE JAMESON AND TRY TO LEARN WHAT IT WAS ALL ABOUT!



THEN, AFTER A SWIFT CHANGE...

THERE'S A LIGHT ON IN HIS WINDOW! HE MUST HAVE RETURNED FROM WHEREVER HE WENT BY NOW!



SPIDER-MAN!

WELL, WHAT DO YOU KNOW? IT MOVES! IT TALKS! IT'S REALLY ALIVE!



DON'T JUST DANGLE ON THE WINDOW LEDGE THAT WAY! YOU MIGHT FALL AND HURT YOURSELF! COME IN... HAVE A CHAIR!

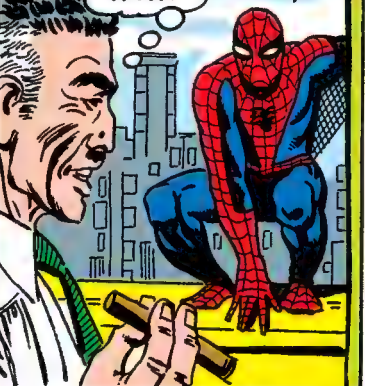
HEY! YOU ALMOST SOUND LIKE A REAL HUMAN BEING! WHAT IS THIS, A GAG? OR AM I IN THE WRONG PLACE?



NOT AT ALL, SPIDER-MAN! I JUST WANT TO TALK TO YOU!

AND KEEP YOU HERE TILL THE SCORPION SHOWS UP, YOU ARROGANT FOOL! HE'S ON HIS WAY NOW!

SORRY, JONAH... I'M NOT BUYIN' TODAY!



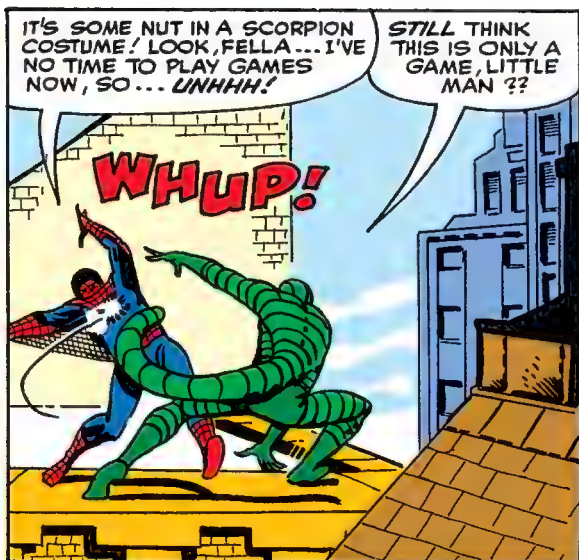
I KNOW BETTER THAN TO TRUST YOU! IF YOU WANT ME TO STAY, IT PROBABLY MEANS YOU'VE GOT SOME SORT OF TRAP LAID FOR ME! SEE YOU AROUND, CHUCKLES!

WAIT! COME BACK!...

BLAST IT! WHAT'S KEEPING THE SCORPION?



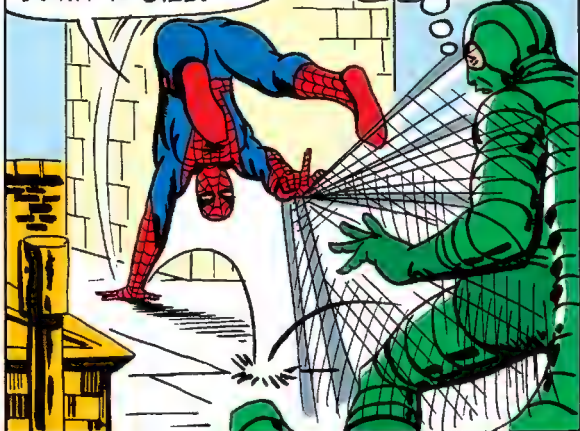




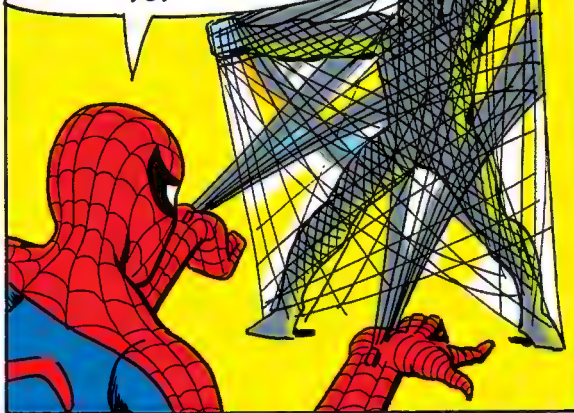


NOT SO FAST, WIND-BAG! NO MATTER WHAT ADVANTAGE YOU MAY HAVE, MY WEBBING OUGHT TO TRIM YOU DOWN TO SIZE!

HIS SPIDER'S WEBBING! THE ONE THING I DIDN'T PREPARE MYSELF FOR! IT'S HIS STRONGEST SINGLE WEAPON!



THERE! THAT OUGHT TO HOLD YOU WHILE I FIGURE OUT WHAT TO DO WITH YOU! TAKE A DEEP BREATH NOW, SCORPEY, BECAUSE YOU'VE GOT A LOT OF EXPLAINING TO DO!



OH NO!! AFTER ALL MY WORK, FINDING SOMEONE STRONGER THAN SPIDER-MAN... SPENDING ... ULP... \$20,000... I JUST CAN'T HAVE ANOTHER PLAN GO DOWN THE DRAIN AGAIN!



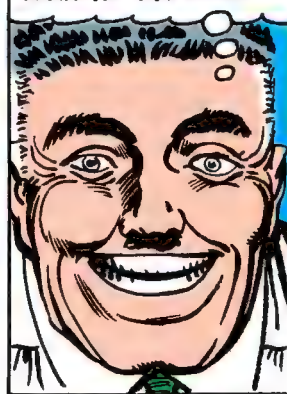
BUT THEN, THE SCORPION MAKES A SUDDEN, UNEXPECTED MOVE, FREEING HIMSELF!

I JUST REMEMBERED SOMETHING, WEBHEAD! SCORPIONS HAVE POWERFUL PINCERS WHICH THEY USE AT WILL! AND SINCE I HAVE A SCORPION'S POWERS...!



RATS! HE SNIPPED MY WEBBING WITH HIS FINGERS AS THOUGH IT'S MADE OF STRAW!

EUREKA! I HAVEN'T FAILED! THE SCORPION MADE MINCEMEAT OF SPIDER-MAN'S GREATEST WEAPON! NOTHING CAN STOP US NOW! SPIDER-MAN IS THROUGH!!



AND NOW, BEING AS HOW YOU THINK SO MUCH OF THAT WEBBING OF YOURS, YOU CAN HAVE IT BACK AGAIN! FORGIVE ME IF I DON'T TAKE TIME TO UNTANGLE IT FOR YOU!

HE'S FLIPPING IT AT ME WITH HIS TAIL! IT'S ALL TANGLED AND KNOTTED! IF IT TWISTS ITSELF AROUND ME, I'M FINISHED!



THERE! JUST STAY THAT WAY FOR A MINUTE... I WANT TO REMEMBER YOU AS YOU WERE!





MEANWHILE, STILL WORKING IN HIS LAB, DR. FARLEY STILLWELL HAS SOME VERY SERIOUS MISGIVINGS...

ACCORDING TO THESE NEW TESTS, THE SCORPION WILL BE EVEN MORE POWERFUL THAN I THOUGHT!

AND THE MORE HIS STRENGTH INCREASES, THE MORE HIS EVIL NATURE WILL TAKE OVER!

I MUST HAVE BEEN MAD TO DO WHAT I DID! MONEY ISN'T THAT IMPORTANT! I MAY HAVE UNLEASHED ONE OF THE WORST DANGERS OF ALL TIME UPON MANKIND!

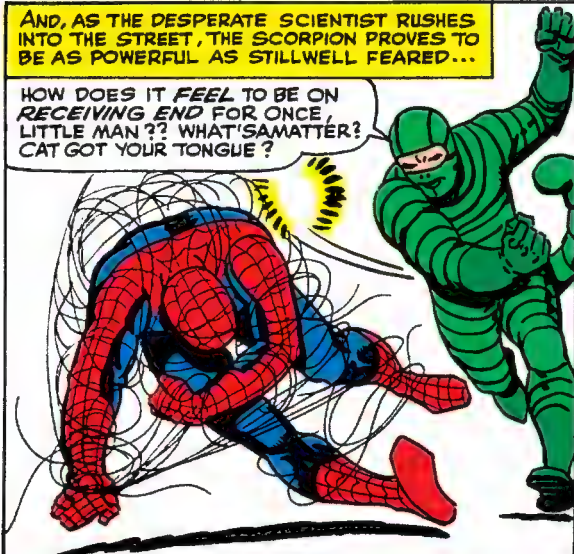
BUT THERE'S STILL A CHANCE TO MAKE AMENDS... IF I MOVE FAST ENOUGH!

IF I CAN GET THIS SERUM TO HIM IN TIME, IT WILL SERVE AS AN ANTIDOTE! HE'LL LOSE HIS DEADLY POWERS BEFORE IT IS TOO LATE!



AND, AS THE DESPERATE SCIENTIST RUSHES INTO THE STREET, THE SCORPION PROVES TO BE AS POWERFUL AS STILLWELL FEARED...

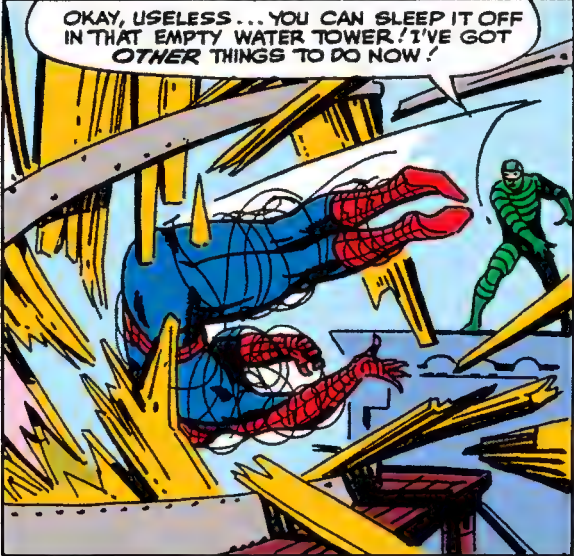
HOW DOES IT FEEL TO BE ON RECEIVING END FOR ONCE, LITTLE MAN ?? WHAT'SAMATTER? CAT GOT YOUR TONGUE ?



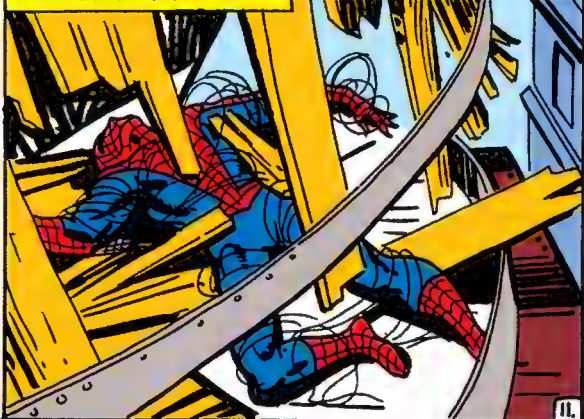
HOW ABOUT THAT? I KNOCKED HIM OUT !! THIS IS THE EASIEST TEN GRAND ANYONE'S EVER MADE!



OKAY, USELESS... YOU CAN SLEEP IT OFF IN THAT EMPTY WATER TOWER! I'VE GOT OTHER THINGS TO DO NOW!



THUS SPIDER-MAN SUFFERS ONE OF HIS GREATEST DEFEATS, AS HE LIES MOTIONLESS ATOP THE ROOF, HIS MIGHTY MUSCLES STILLED... HIS POTENT SPIDER POWER TEMPORARILY DORMANT... ONLY THE BEATING OF HIS VALIANT HEART TESTIFYING TO THE LIFE WHICH REMAINS... TO THE AWESOME ENERGY WHICH IS SLOWLY RETURNING...





WHILE, A SCANT FEW YARDS AWAY, HIS TRIUMPHANT FOE CHORTLES WITH GHOULISH GLEE ...!

I'VE WON! I'VE BEATEN SPIDER-MAN! HE NEVER HAD A CHANCE!

AND, IF I CAN BEAT HIM SO EASY, THEN **NOBODY** CAN STOP ME! THE WHOLE CITY IS MINE FOR THE TAKING!

SUDDENLY, JONAH JAMESON'S VOICE RINGS OUT FROM A WINDOW BELOW ...

SCORPION! WHERE'S SPIDER-MAN? BRING HIM TO ME SO I CAN UNMASK HIM!

GET HIM YOURSELF! I'M THROUGH TAKING ORDERS FROM YOU, MISTER! **NOBODY** TELLS THE SCORPION WHAT TO DO!

OH, NO! I NEVER EXPECTED THAT! IF THE SCORPION TURNS AGAINST ME, THEN I'VE GONE FROM THE FRYING PAN INTO THE FIRE!

WAIT! COME BACK! SOMEONE MIGHT SEE YOU! STOP!!

THE FOOL! AS IF I CARE WHETHER I'M SEEN OR NOT!!

WELL, WELL! AN ARMORED CAR! HERE'S MY CHANCE TO GET A LITTLE SPENDING MONEY!

SOMEONE WITH MY STRENGTH DOESN'T HAVE TO DEPEND ON A BOSS TO PAY HIM!

WITH HIS INCREDIBLY POWERFUL Pincer-like fingers, THE SCORPION PEELS THE UPPER STEEL PLATE FROM THE ROOF OF THE CAR AS THOUGH IT'S MADE OF CARDBOARD! BUT THEN ...

EMPTY! THERE'S NOTHING INSIDE!

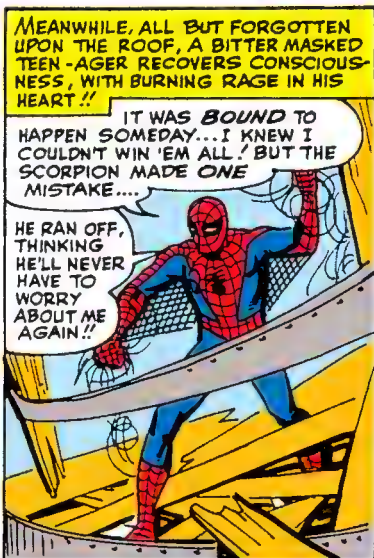
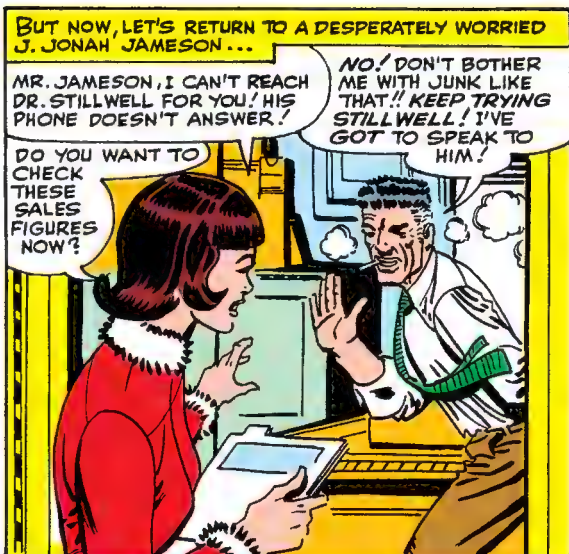
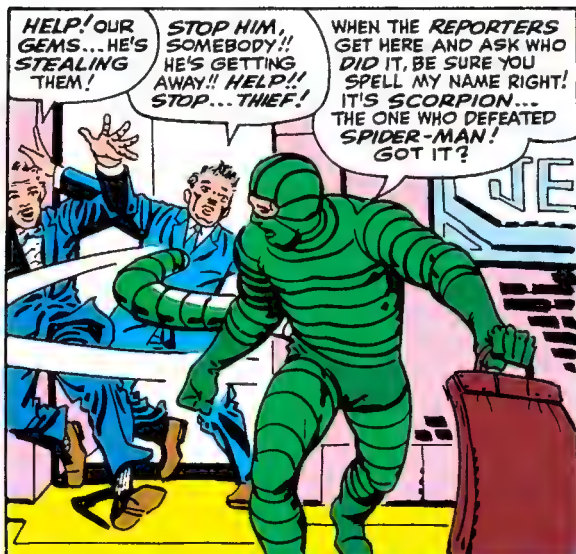
NO WONDER! THEY'RE BRINGING SOMETHING NOW!

WELCOME, BOYS! I'VE BEEN WAITING FOR YOU!

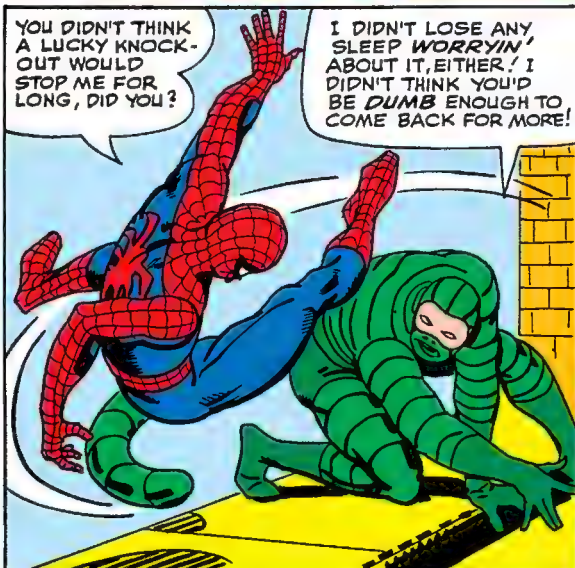
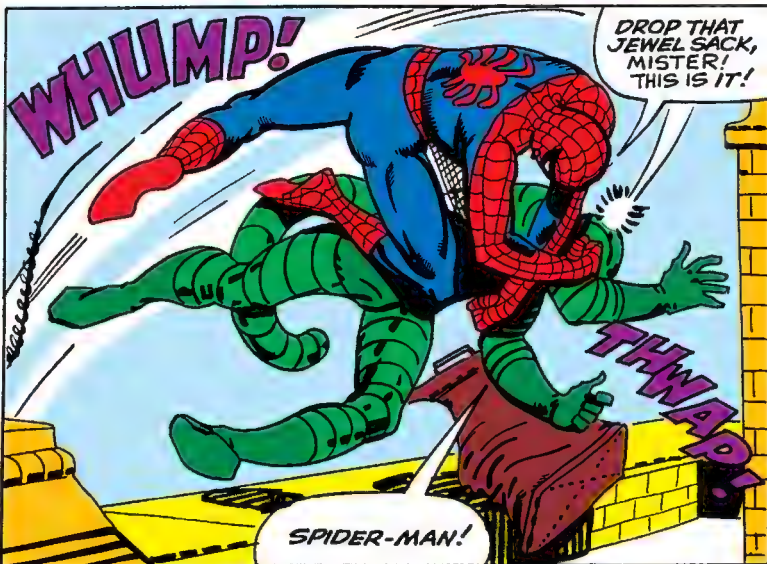
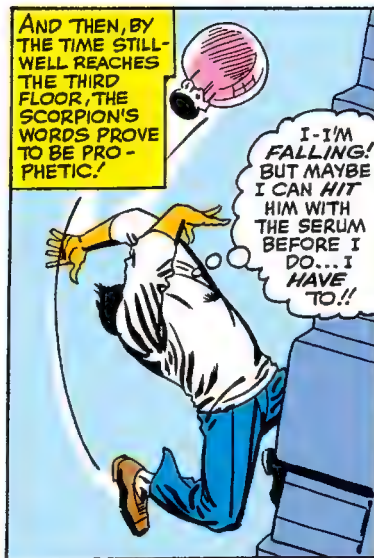
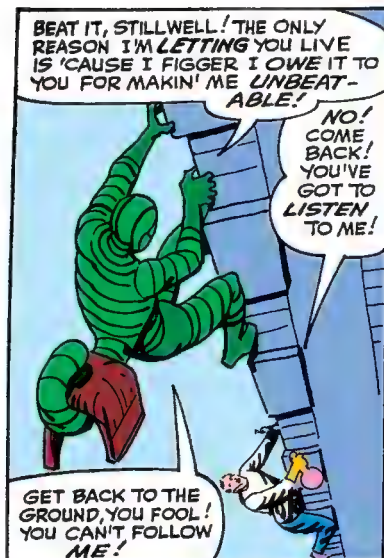
HOLY COW! WHAT'S THAT?

IT'S THE SCORPION, YOU FOOL! BE SURE YOU REMEMBER THE NAME ... WHEN YOU WAKE UP!











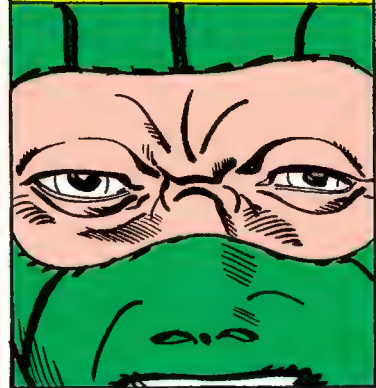
AND, EVEN AS THE BATTLE PROGRESSES, THE SCORPION SEEMS TO GROW MORE POWERFUL, MORE DANGEROUS, WITH EACH PASSING SECOND...



FOR HE HAS ALREADY PASSED "THE POINT OF NO RETURN"! EVEN THE ANTIDOTE SERUM WOULD NOT HELP HIM NOW! HE IS TRULY... THE SCORPION!



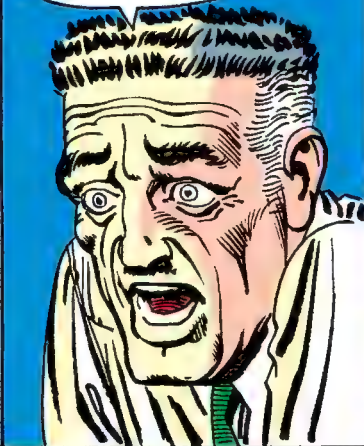
HIS BODY HAS ATTAINED THE MAXIMUM DEGREE OF SUPER POWER! HIS BRAIN HAS BEEN SUBTLY ALTERED UNTIL ITS STANDARDS ARE THOSE OF THE PREDATORY BEAST! HE HAS BECOME THE EMBODIMENT OF ALL THAT IS EVIL!!



MEANWHILE, THE SCHEMING PUBLISHER OF THE DAILY BUGLE GROWS MORE PANICKY WITH EACH NEW BULLETIN HE RECEIVES...



NOBODY KNOWS IT, BUT IT'S ALL MY FAULT! I'M THE ONE TO BLAME! IF NOT FOR ME, THERE WOULD BE NO SCORPION!



JUST TO SATISFY MY OWN PERSONAL HATRED, I TRIED TO DESTROY SPIDER-MAN!

AND, IN SO DOING, I'VE UNLEASHED A FAR WORSE MENACE UPON THE WORLD! A MENACE I CAN NO LONGER CONTROL! A MENACE WHICH NO ONE CAN CONTROL!



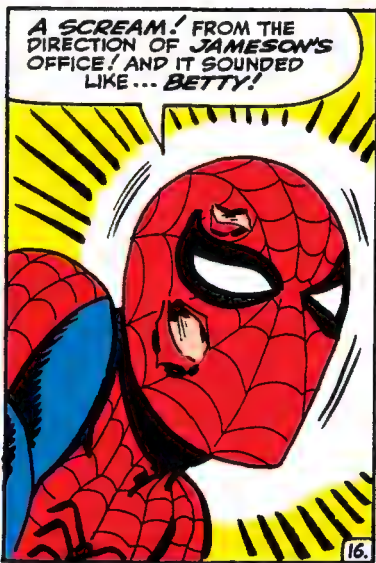
AND EVEN AS JAMESON REMAINS LOCKED IN HIS OFFICE, A PRISONER OF HIS OWN CONSCIENCE, HIS OWN GUILT... THE EPIC BATTLE CONTINUES...



HE'S RIGHT! I WAS A FOOL TO TRY TO TRADE BLOWS WITH HIM! HE IS STRONGER! I'VE GOT TO CHANGE MY STRATEGY!



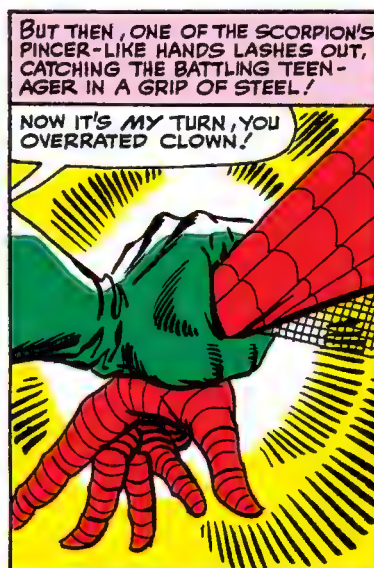
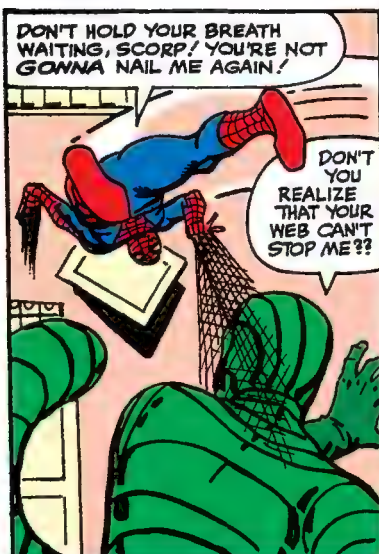




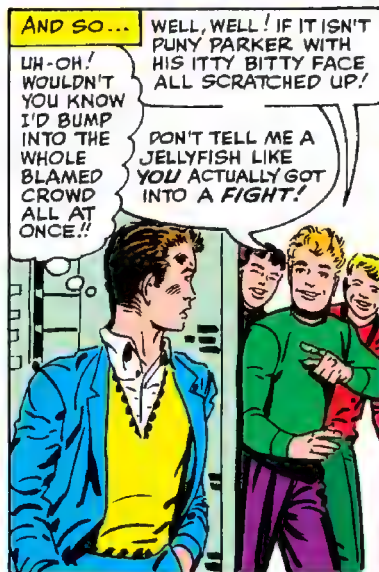
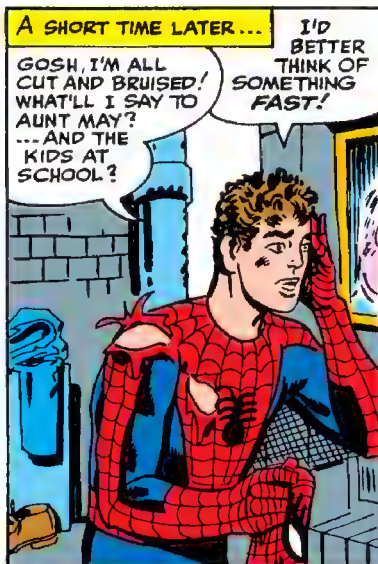
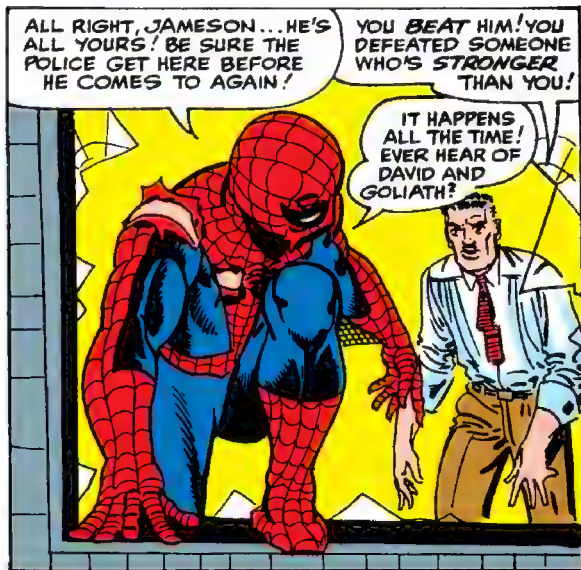














FINALLY, WHEN PETER REACHES HOME...

PETER PARKER, LOOK AT YOU! WHAT ON EARTH HAPPENED, DEAR? YOU'RE ALL BRUISED!

I KNOW, AUNT MAY! BUT IT'S NOT AS BAD AS IT LOOKS! I WAS PLAYING FOOTBALL, AND I FELL A COUPLE OF TIMES!

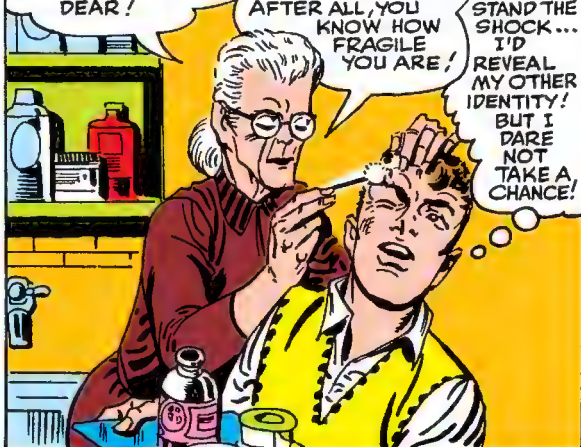
HER... BUT I'VE NO CHOICE! SHE'D WORRY HERSELF SICK IF SHE EVER SUSPECTED THAT I'M SPIDER-MAN!



YOU JUST SIT RIGHT DOWN AND LET ME PUT SOME SOOTHING MEDICATION ON THOSE CUTS, DEAR!

I DO WISH YOU WOULDN'T PLAY THOSE AWFUL ROUGHNECK GAMES, PETER! AFTER ALL, YOU KNOW HOW FRAGILE YOU ARE!

IF ONLY SHE WERE YOUNGER... IF SHE COULD STAND THE SHOCK... I'D REVEAL MY OTHER IDENTITY! BUT I DARE NOT TAKE A CHANCE!



LATER, WHEN PETER IS ALONE IN HIS ROOM...

DID YOU HEAR WHAT HAPPENED, PETER?? MR. JAMESON SAVED ME FROM THE SCORPION BY PUSHING ME OUT OF THE ROOM IN TIME...



YEAH, SURE! J. JONAH JAMESON... BOY HERO! THAT'LL BE THE DAY!

GLAD TO HEAR IT, BETTY! WHAT DO YOU WANNA DO... CHIP IN FOR A MEDAL?

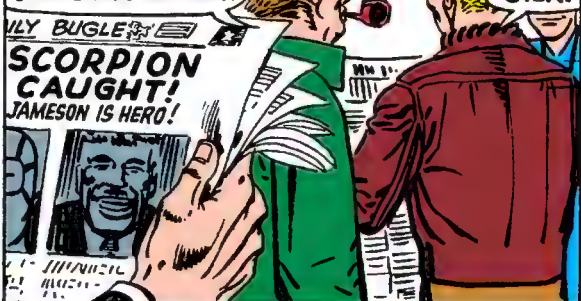
OH, PETER...!



AND, PERHAPS THE BOY WHO IS REALLY SPIDER-MAN HAS GOOD REASON TO FEEL LESS THAN CORDIAL TOWARDS THE PUBLISHER OF THE DAILY BUGLE...

DID YOU READ THE EXCLUSIVE STORY IN THE BUGLE ABOUT THE SCORPION'S CAPTURE? HE'D PROBABLY STILL BE AT LARGE IF NOT FOR JONAH JAMESON'S BRAVERY!

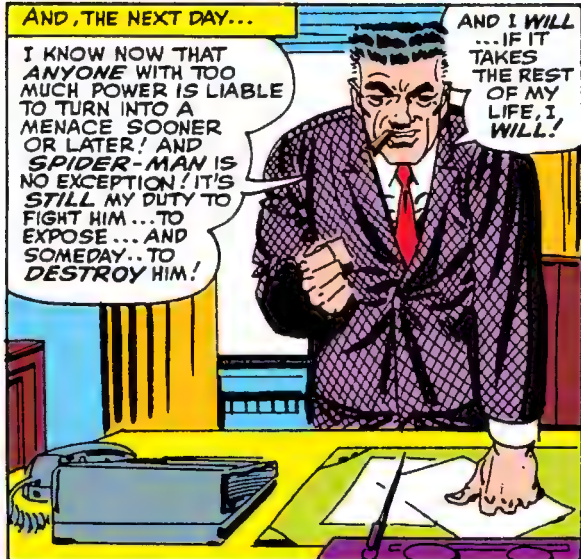
YEAH! ACCORDING TO THE STORY, JAMESON'S A REAL FIREBALL! THEY MENTION SPIDER-MAN, TOO... BUT IT SEEMS HE SHOWED UP WHEN IT WAS ALMOST OVER!



AND, THE NEXT DAY...

I KNOW NOW THAT ANYONE WITH TOO MUCH POWER IS LIABLE TO TURN INTO A MENACE SOONER OR LATER! AND SPIDER-MAN IS NO EXCEPTION! IT'S STILL MY DUTY TO FIGHT HIM... TO EXPOSE... AND SOMEDAY... TO DESTROY HIM!

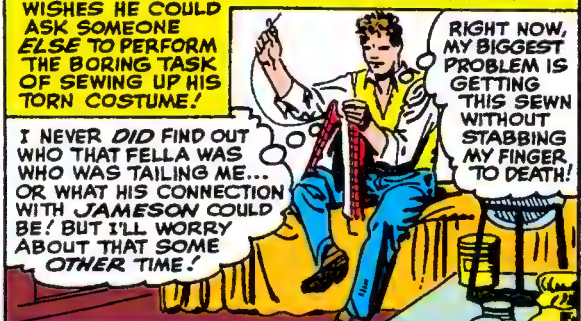
AND I WILL... IF IT TAKES THE REST OF MY LIFE, I WILL!



THUS, THE STRANGE CASE OF THE SCORPION COMES TO AN END... FOR NOW! AND WE TAKE OUR LEAVE OF A THOUGHTFUL TEEN-AGED ADVENTURER WHOM THE WORLD KNOWS AS SPIDER-MAN, BUT WHOM WE KNOW AS A HIGH-SCHOOL STUDENT WHO WISHES HE COULD ASK SOMEONE ELSE TO PERFORM THE BORING TASK OF SEWING UP HIS TORN COSTUME!

I NEVER DID FIND OUT WHO THAT FELLA WAS WHO WAS TAILING ME... OR WHAT HIS CONNECTION WITH JAMESON COULD BE! BUT I'LL WORRY ABOUT THAT SOME OTHER TIME!

RIGHT NOW, MY BIGGEST PROBLEM IS GETTING THIS SEWN WITHOUT STABBING MY FINGER TO DEATH!



WELL, WE SURE HOPE YOU ENJOYED THE SCORPION AS MUCH AS WE DID! AS USUAL, WE'LL BE EAGERLY WAITING FOR YOUR LETTERS OF COMMENT! SO, TILL NEXT ISH, STAY HAPPY, KEEP HEALTHY, AND WATCH OUT! DON'T LET YOUR WEB GET TANGLED!

The End.

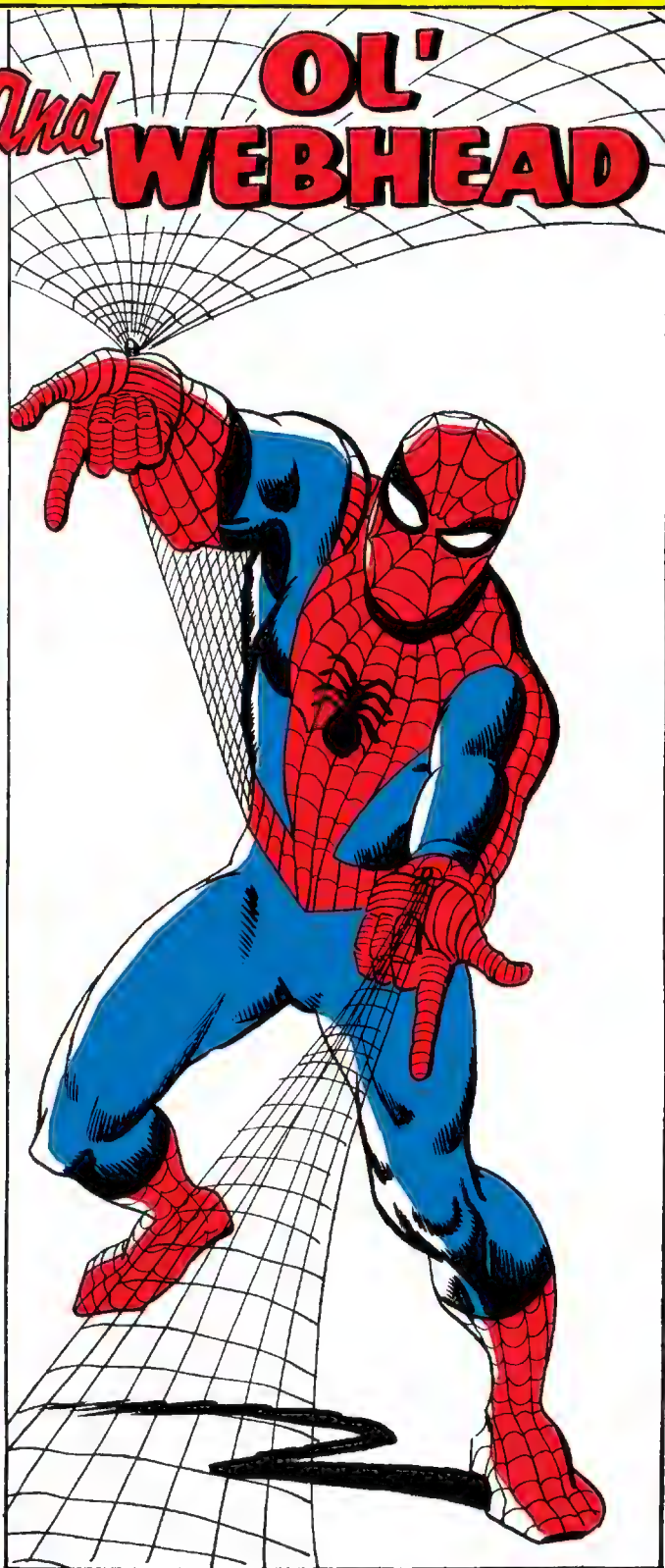
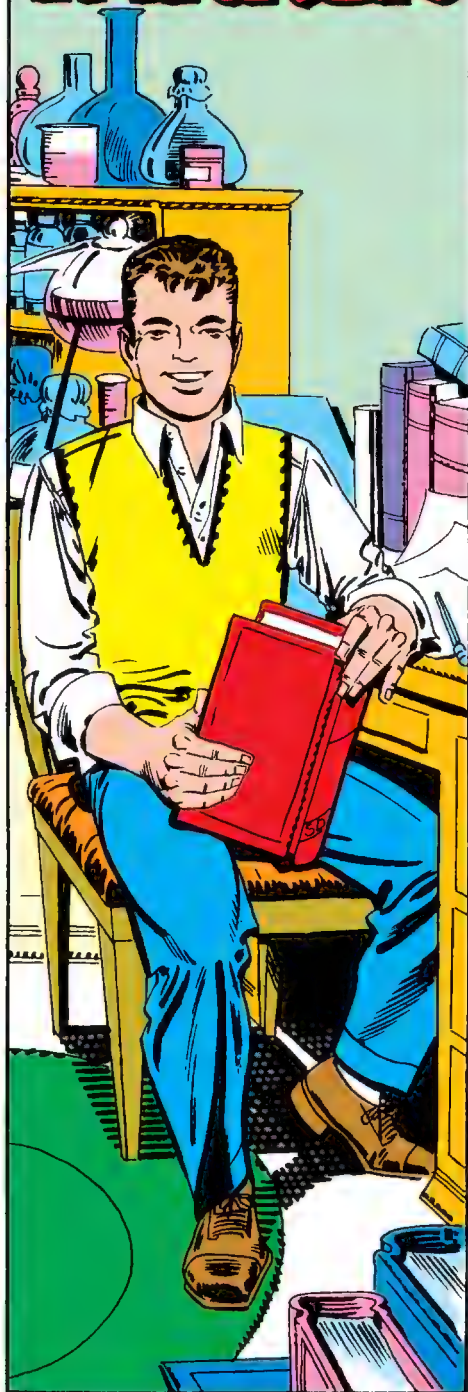


# A MARVEL MASTERWORK PIN-UP

**PETER  
PARKER**

*And*

**OL'  
WEBHEAD**







# SPIDER'S WEB

Please address  
your letters to:  
**THE MARVEL  
COMICS GROUP  
SECOND FLOOR  
625 MADISON AV.  
NEW YORK 10022  
N. Y.**

Dear Stan and Steve,

Just a note to let you know how much your comics are appreciated here at Wabash College. This is an all-men's school so we have to do something for entertainment — your comics are cheaper than movies and almost as relaxing. Your unparalleled imaginations and talent for flip-pant remarks have drawn a loyal (if somewhat neurotic) following — almost all of us in the Fiji house here.

Rhiman A. Rotz, Jr., Phi Gamma Delta  
Wabash College, Crawfordsville, Ind.

**Good to hear from you fellow neurotics! By the way, keep your eyes peeled. Peter Parker will have to go to college sooner or later, and you might see him skippin' around the campus at Wabash some day!**

Dear Stan and Steve,

I am pleased with your latest issues of Spider-Man. By the way, why don't you keep a column for "Pen Friends"? If you do, please write my name and address and also my hobbies, which are: collecting stamps, reading, and dancing. My age is 13. Please find me about 5 to 8 pen friends in America.

Imtiaz Alladina, P.O. Box No. 367  
Tanga, Tanganyika, East Africa

**Immy, old buddy, we don't usually list pen pals' names. If we did, we'd have room for almost nothing else! But, when we get a request from someone as far away as Tanganyika, we've just got to print the letter! We're delighted that Spidey has readers in East Africa — and, if he ever wants to go someplace for an exotic vacation, who knows—?**

Dear Stan and Steve,

**"Warning!! If you don't say this is one of the greatest issues you've ever read, we may never talk to you again!"** Well, I guess you're never going to talk to me again, because Spider-Man #16 wasn't one of the greatest issues I've ever read; it was the absolute greatest aggregate of paper, printers' ink, staples, and just plain hard work put into comic book form that I have ever read! I have read literally *thousands* of comics, and of all of them, I can truthfully say that issue #16 of Spider-Man was the best single comic of all! The cover was magnificent, and I am at a complete loss of words to express my feelings concerning the story! No doubt the key word to the incredible Marvel success formula is *action!* When I buy a comic, that's the reason why and I'm glad you guys know it and take advantage of your knowledge! If there's only one thing in this world I like, it's swashbuckling, devil-may-care action, and brother, do you give it to us! Stan Lee is truly the master of the spoken word! He has to be, to come up with the wild, daring, and beautifully human yet comical speech which pours forth from the Spider-Man's lips in every panel. I've really got to congratulate you on the fine job you've done!

Ken Dixon, 674 Buttonwood Drive  
Springfield, Pa. 19064

**Well, it happened again, Ken! Stan's head just swelled to a still bigger size! He's beginning to look like one of our own sci-fi men of the future, and it's all your fault!**

Dear Stan and Steve,

In the name of humanity, stop it! I am talking about the long, agonizing wait between the issues of Spider-Man. Just last month, twelve people committed suicide because they couldn't stand the wait. And that was just on our block! We faithful fans must have at least a weekly supply of Spider-Man adventures, or we all may become unhinged. For no other mag is so skillfully prepared and so thoroughly enjoyed. How you can surpass yourselves time

after time is a mystery in itself, but ours is not to make reply, ours is not to reason why, ours is but to read and buy.

Mark Harkins, 5121 Holmes Runn Pkwy,  
Alexandria, Virginia

**A truly beautiful letter, Mark, eloquent in its simplicity, shattering in its power, radiant in its shining truth! There's not a dry eye in the bullpen, lad!**

Dear Stan and Steve,

**Wow!! What a comic! Spidey is the greatest!! He is so realistic and human, it is almost as though there actually were a Spider-Man. I really enjoy reading all of your Marvel comics, but Spidey is my favorite. I am one of your most loyal fans.**

John Turner, 3124 Colfax  
Topeka, Kansas

**Some loyal fan!!! So, it's almost as though there actually were a Spider-Man, eh? And just who do you think Petey Parker is, Johnny — one of the Katzenjammer Kids?**

Dear Stan and Steve,

We are all gathered here (I am, at least) to pay tribute to Mr. Stan Lee and Mr. Steve Ditko, who have done a truly magnificent job on the recent Spider-Man Annual. The main story of the Sinister Six (Boy! What names you guys think up!) was great, great, great. I mean Super-Duper! I liked especially the full page scenes Spidey had with each of the baddies, like that one on page 16. That was the best picture of the story, I think. (Not that the others weren't great, Steve.) Steve did a wonderful job on the Fantastic Four, better than he's ever done before. The story was terrific all-around, *except* that you should have had all of the Sinister Six battle Spidey at once. That would have had great action! By the way, thanks for your informative "Secrets of Spider-Man" section! It answered a lot of my questions. Also, thanks for the "Gallery of Spider-Man's Most Famous Foes," and that funny "How Stan Lee and Steve Ditko Create Spider-Man." One last comment: Why does Stan Lee always get top billing? (I love to start arguments.)

Gary Rafferty, 19 120th Street  
Troy, N.Y.

**Because Stan is so talented, lovable, clever, and witty! (And mainly because he's the bullpen boss!)**

Dear Stan and Steve,

Y'know, when I read the Spider-Man Annual, I felt sorry for you guys, because it's going to be pretty hard to outdo yourselves now. Let's face it — it was beyond a shadow of a doubt the most colorful, ironic, motion-packed story that I have ever had the chance to read. Well, first I'll give you my praises, and then my punches. The plot was more interwoven than Spidey's web, and it was simply amazing how you could write it. You were probably up every night since March doing the darned story. It was very nice of you guys to keep the introductory paragraph down to an arrowful. The art was something I've never seen before. Those full-page action fights were the greatest masterpieces I've seen in many a good year, and I'm sure any comic collector would praise it. You should have all those pictures bronzed, or put them in the Westinghouse time capsule. The script was unique — the jargon of the different heroes and villains was interesting, and each character had practically a different tongue. Aunt May's opinion of Doc Ock was refreshing, and offered a sense of frustration to most every reader. J.J.J. always amuses me. I wonder if he is symbolic of someone whom you don't take a particular craving to. Well, so far you must be patting yourselves on the back, but don't strain yourselves.

Continued...



because I now have a few choice words to say to you about how you botched the whole thing up. Why did you put those ads in the corners of the panels? That was undoubtedly the most foolish move you could have made. Here, I'm concentrating on the story, when my train of thought is interrupted by: "The X-Men appear bi-monthly in their own feature-length magazine." I should think that mostly everybody knows where to look for the Marvel characters. Second—it seems to me that Professor X is a rather close-minded man, or else he wouldn't have told the X-Men to ignore the Torch's message. What if he heard (for the sake of argument), that the world was to explode, and that the Avengers should come to action. Would Prof. X just disregard it? I assume not. Another bit of irritation is that Doc Ock can mentally control his arms. Every issue you make the villain stronger. How about making the hero weaker? One more thing—I think it would be of interest if Spidey revealed his identity to either Aunt May or Betty Brant. It would be interesting to see how you could handle a story like that. Well, I'm clean out of comments, so expect another letter when the next Annual comes out!

Charles Lichtman, 1261 Merriam Ave.  
Bronx, N.Y.

Take it easy, Charlie—we may not be finished reading this letter by the time the next annual comes out! Anyway, as far as Spidey revealing his true identity to Betty or mirthful Aunt May, we'd kinda like to get some more opinions from some more of you web-spinners. And our guess is that most of you won't want him to tell! We'll give the result later on—okay?

#### MEMO FROM THE M.M.M.S.

("Merry Marvel Marching Society" to you!)

Things are going great guns with our new Marvel Club! We have all sorts of special surprises and off-beat treats planned! But we want to wait till next ish before our official membership application coupon appears. (This will give us time to make sure that all the comments and ideas we asked you for have been received and read.) But, we can tell you this much: membership will be one dollar! (Making it possibly the most expensive club of its type!) So start saving your loose change now! But, for gosh sakes, we don't want your buck unless you can easily afford it. If you're strapped for cash, forget it! You can join a month later, or a year later! You won't miss anything important! There'll be no secret code messages which only Marvel Marchers can understand, or any other juvenile jazz like that! But for those of you who do join we guarantee a million laughs and a barrel of fun! So, watch for our big full-page official announcement next month, describing the club in detail and containing our first publicly-offered membership coupon! We have a hunch that the ol' M.M.M.S. will be the biggest thing since squirrel tails! But, as always, it's up to you! 'Nuff said!

Dear Stan and Steve,

May I congratulate you on your new villain, the Green Goblin. He is one of the best crooks you've ever created. Could you have Spider-Man meet up with the Scarecrow? In my opinion, the Scarecrow is the most original villain ever created. Among my favorite comic villains are Dr. Doll, Dr. Doom, the Enforcers, Mysterio, and the Wizard. I think all your comics are top rate. I am not an American, by the way. I am Italian, but I go to an American school. Since my mother is from the U.S., I learned English at school, although I've never been in America. Will your comics ever be translated? I hope so, because buying them in English gets rather expensive. Well, I guess I'm getting carried away, so I better quit while I'm ahead. My best wishes from Rome, and keep up the good work.

Aldo Falchin, 163 Viale Cogley  
Rome, Italy

We'll look into the matter of translating our mags for you. Also, we didn't know the English versions were so expensive in Italy. And, as for Spidey meeting some of those other villains you named, you know how things are in the Marvel mags — if he lives long enough, he'll probably meet all of them! Arrivederci!

Dear Stan and Steve,

I've been reading the letters about having Spider-Man join a team. I say having Spider-Man join a team is like

having Jonah Jameson dating Aunt May!

Sandy Loomis, Rt. 2, Box 252  
Roswell, N.M.

Say, now! There's an idea! It's about time Aunt May found herself a fella! Now, if she can just get over her crush on Doc Ock . . .!



#### SPECIAL ANNOUNCEMENTS SECTION:

—Can you guess what one of the most agonizing feelings in the world is?? Well, we'll tell you—it's having a special announcements section to write when you haven't anything special to announce! Oh well—we'll think of something!

—One thing we always get a kick out of is the occasional fan who writes in to demand that we give sunny Steve some more strips to draw! Poor ol' darling' Ditko does about twenty pages of Spidey each month—plus ten pages of Dr. Strange—plus ten pages of the Hulk—and he still finds time to argue with Stan for a few hours each week! If he gets one more thing to do, he'll either have to run for the hills, or grow another set of arms like Doc Ock! (And then we'd have to give him a raise, because you know how expensive four-armed suits are!) But, speaking of artists—don't dare miss our newest addition to the magnificent Marvel line-up! He's none other than the famous Wally Wood, whose illustrations have been featured in MAD and many other of the nation's top mags! And, if you wanna find out what he's going to draw, you'll have to read our coming attractions section which is on this page. (Just another new sneaky Marvel device to make sure you read everything we write!)

#### THE MIGHTY MARVEL CHECKLIST!

A Line-Up Of Some Of The Marvel-ous Mags On Sale Right Now!

**FANTASTIC FOUR #34:** The World's Greatest Comic Mag presents a startlingly different theme, in which the fabulous foursome are forced to battle each other! You will also thrill to the strangely fascinating villainy of the man called Gideon!

**AVENGERS #11:** All we need tell you about this one is that the Avengers battle Spider-Man! No matter how we brag about it, you're sure to rave even more!

**DAREDEVIL #5:** You'll never forgive yourself if you miss famous artist Wally Wood's first appearance in the Marvel Age, as he brings new grandeur to Daredevil's breath-taking battle with . . . the Matador!

**THOR #111:** The one you've been waiting for! Fighting mad as never before, with the girl he loves dying, mighty Thor strikes back at the Cobra and Mr. Hyde with all the awesome power at his command!

**STRANGE TALES #128:** A real treat for X-Men fans! The Torch and the Thing battle Quicksilver and the Scarlet Witch! As for Dr. Strange, he has his hands full when he faces the Demon's Disciple! Truly an epic issue!

**SUSPENSE #61:** All we dare tell you about the sensational Iron Man thriller is that you'll learn what happens to the Golden Avenger when Tony Stark dies! And, in answer to so many requests, Captain America will be seen in a gripping war adventure reminiscent of the days of his former glory!

**ASTONISH #63:** Everyone's talking about the way talented artist Carl Burgos is breathing new life into the Giant-Man feature. You're sure to enjoy High-Pockets' tussle with the Wreckert! Meantime, the sensational Hulk meets his most dangerous enemy in "A Titan Rides The Train!" You'll love it!

**SGT. FURY #12:** This is it! At last the Howlers meet Captain America in the battle drama of the year! Buy this one early. It's certain to be a sell-out!

—Okay, time now for the really big news—a hint of what you'll find in the next issue of SPIDER-MAN! And a hint is all you'll get, because it's all you'll need! We'll tell you only one thing—Spidey #21 will feature none other than—THE HUMAN TORCH!! Better be sure to buy it the first week it goes on sale—it won't last much longer! But you needn't become a nervous wreck till then! We won't mind a bit if you buy our other Marvel mags while you're waiting!





MARVEL  
COMICS  
GROUP **12¢**

# the AMAZING SPIDER-MAN

APPROVED  
BY THE  
COMICS  
CODE  
IND.  
AUTHORITY

21  
FEB.



ANOTHER MARVEL  
SUPER-SPECTACULAR!  
CO-FEATUREING:  
**THE  
HUMAN  
TORCH**  
and  
**The BEETLE!**  
WHO SAYS THIS ISN'T THE  
MARVEL AGE OF COMICS!

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"WHERE FLIES  
THE BEETLE...!"

GUEST-STARRING **The HUMAN TORCH**



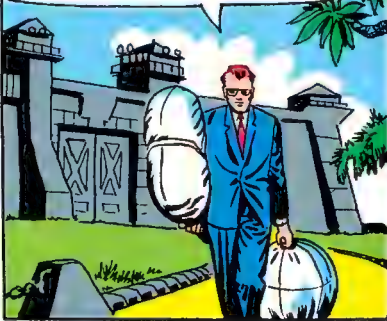
ANOTHER MIGHTY MILESTONE IN THIS,  
**THE MARVEL AGE  
OF COMICS!**

DELICIOUSLY WRITTEN BY:  
**STAN LEE**  
DELIRIOUSLY ILLUSTRATED BY:  
**STEVE DITKO**  
DELIGHTFULLY LETTERED BY:  
**S. ROSEN**



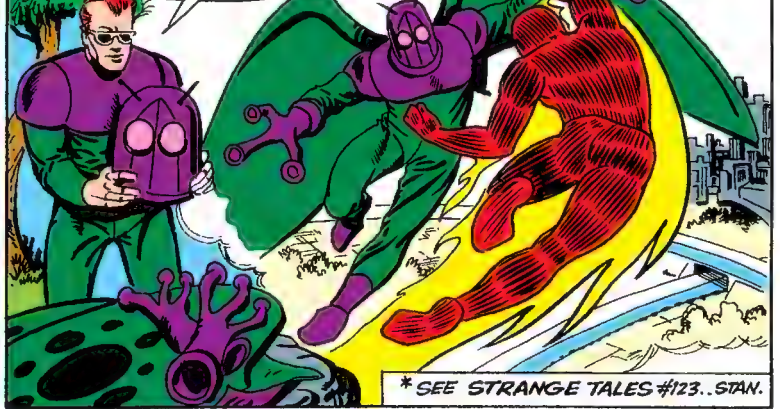
WHEN A MAN HAS FINISHED HIS PRISON TERM, HE **MUST** BE SET FREE, TO TAKE HIS PLACE IN SOCIETY AGAIN! EVEN SUCH A MAN AS ABNER JENKINS, BETTER KNOWN TO VARIOUS LAW ENFORCEMENT AGENCIES AS... **THE BEETLE** ...!

THEY **HAD** TO GIVE ME BACK MY BEETLE EQUIPMENT! THERE'S NO LAW AGAINST A MAN OWNING AN ARMORED COSTUME!



THEN, WHEN JENKINS REACHES A SECLUDED SPOT IN THE NEARBY WOODS..

THIS IS THE MOMENT I'VE DREAMED OF ALL THESE MONTHS! ONCE AGAIN I'LL DON MY **BEETLE OUTFIT**, AND GET MY REVENGE AGAINST THE **HUMAN TORCH**! \*



\* SEE STRANGE TALES #123..STAN.

A SHORT TIME LATER, AS A TYPICAL TEEN-AGE COUPLE WALK THROUGH THE STREETS OF NEW YORK ... (OR, ARE THEY REALLY SO TYPICAL ??)

I'VE REALLY ENJOYED OUR DATE TODAY, JOHNNY. YOU ACTED LIKE A QUIET, NORMAL... JOHNNY! WHAT IS IT?

THIS **HEADLINE** IN THE PAPER, DORIS! IT'S THE **BEETLE**! HE WAS RELEASED FROM PRISON TODAY!



BUT, THAT DOESN'T CONCERN YOU! HE'LL PROBABLY FADE INTO OBSCURITY AND... OH, NO! NOT AGAIN!

I'M SORRY, HONEY! BUT I KNOW THAT JOKER! HE'LL BE MORE DANGEROUS THAN EVER NOW!



I'VE GOT TO SEARCH THE CITY! MAYBE I CAN FIND SOME TRACE OF HIM!

MEANWHILE, IN A QUIET SUBURBAN NEIGHBORHOOD IN FOREST HILLS, WE FIND ANOTHER TYPICAL TEEN-AGER ... (ABOUT AS TYPICAL AS JOHNNY STORM...!)

**WHEW!** I GUESS I'VE BEEN STUDYING TOO LONG! I'M GETTING A STIFF BACK! ONLY ONE THING TO DO...

... I'VE GOT TO GET THE KINKS OUT... AND I KNOW JUST HOW TO DO IT!

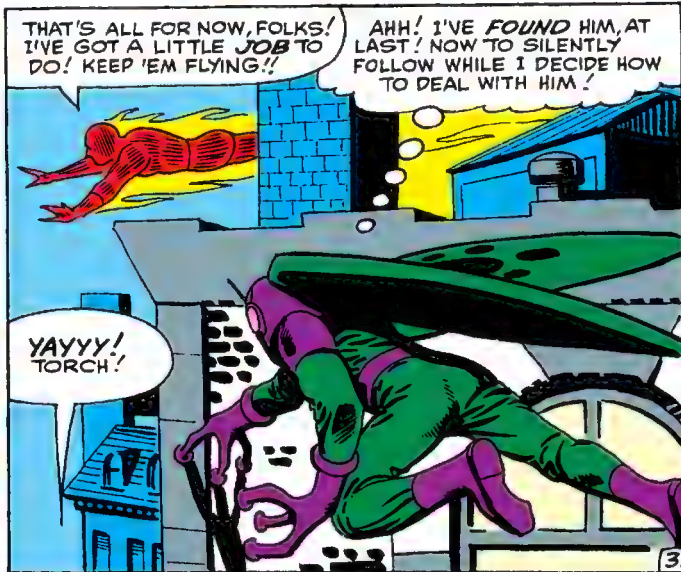


WITHIN SECONDS, YOUTHFUL PETER PARKER DONS ONE OF THE WORLD'S MOST FAMOUS COSTUMES AND TAKES TO THE ROOFTOPS AS THE **AMAZING SPIDER-MAN**!!

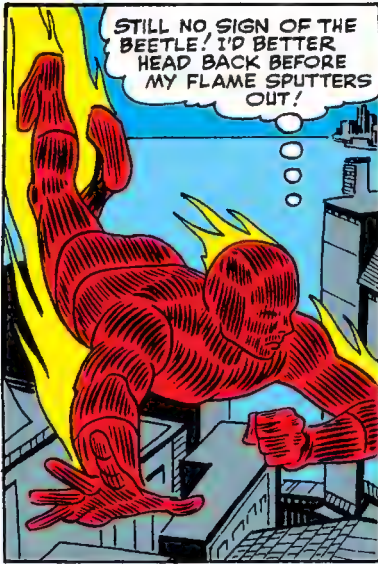
MMM-BOY! THIS SURE BEATS DOING PUSH-UPS ALL HOLLOW!



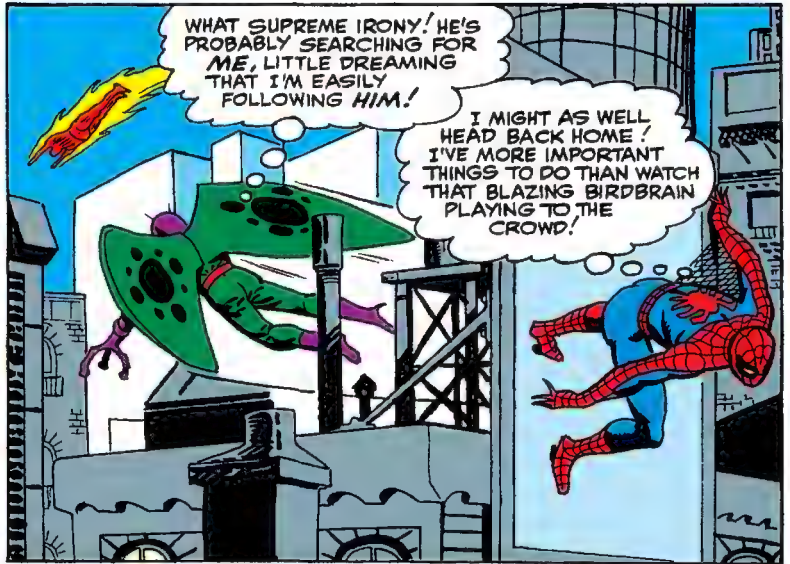








STILL NO SIGN OF THE BEETLE! I'D BETTER HEAD BACK BEFORE MY FLAME SPITTERS OUT!



WHAT SUPREME IRONY! HE'S PROBABLY SEARCHING FOR ME, LITTLE DREAMING THAT I'M EASILY FOLLOWING HIM!

I MIGHT AS WELL HEAD BACK HOME! I'VE MORE IMPORTANT THINGS TO DO THAN WATCH THAT BLAZING BIRDBRAIN PLAYING TO THE CROWD!

AND SO, OUR SMALL, COLORFUL CAST OF CHARACTERS PART COMPANY... BUT, ONLY FOR THE TIME BEING! FLAMING OFF, JOHNNY STORM CALLS UPON HIS GIRL FRIEND, NOT SUSPECTING THAT THE BEETLE IS LURKING OUTSIDE ...!



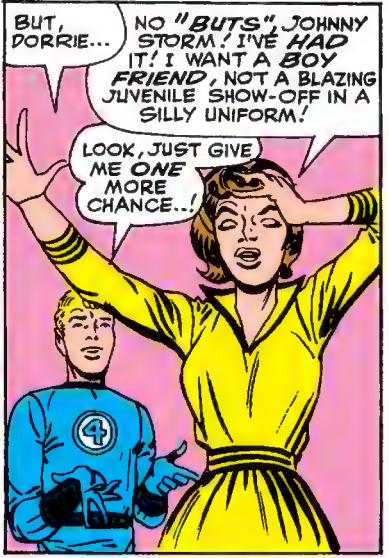
HI, DORRIE-DOLL! YOUR DREAM-BOAT'S BACK!

WHO INVITED YOU?

AWW, YOU'RE NOT ANGRY AT ME JUST 'CAUSE I FLAMED ON AND FLEW AWAY FOR A WHILE, ARE YOU?



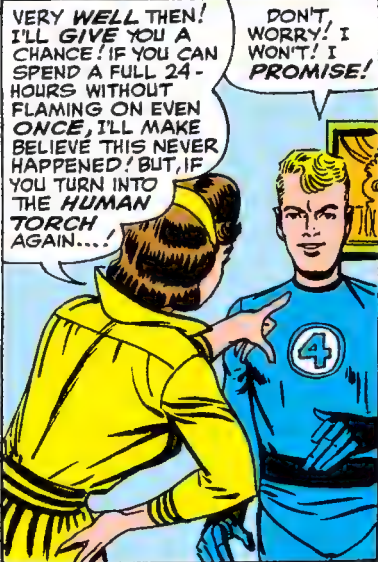
OF COURSE NOT! I LOVE HAVING MY DATE SUDDENLY LEAVE ME IN THE MIDDLE OF THE STREET WHILE HE MAKES A SILLY, SMOKING SPECTACLE OF HIMSELF!



BUT, DORRIE...

NO "BUTS", JOHNNY STORM! I'VE HAD IT! I WANT A BOY FRIEND, NOT A BLAZING JUVENILE SHOW-OFF IN A SILLY UNIFORM!

LOOK, JUST GIVE ME ONE MORE CHANCE...



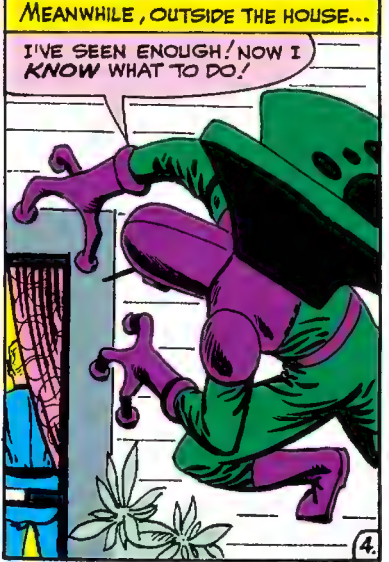
VERY WELL THEN! I'LL GIVE YOU A CHANCE! IF YOU CAN SPEND A FULL 24-HOURS WITHOUT FLAMING ON EVEN ONCE, I'LL MAKE BELIEVE THIS NEVER HAPPENED! BUT, IF YOU TURN INTO THE HUMAN TORCH AGAIN...

DON'T WORRY! I WON'T! I PROMISE!



VERY WELL...WE'LL SEE! BUT REMEMBER... JUST ONE CRY OF FLAME ON...EVEN A WHISPER...OR JUST ONE LITTLE SPARK...AND YOU'D BETTER FORGET MY PHONE NUMBER!

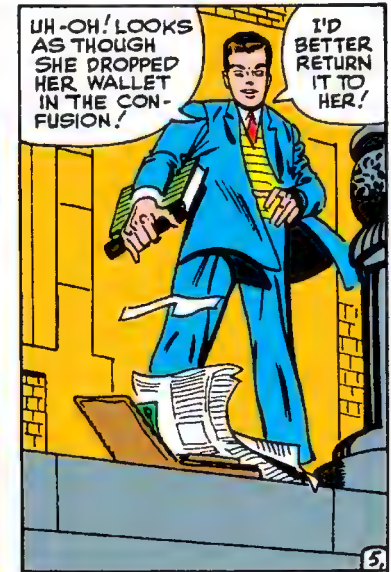
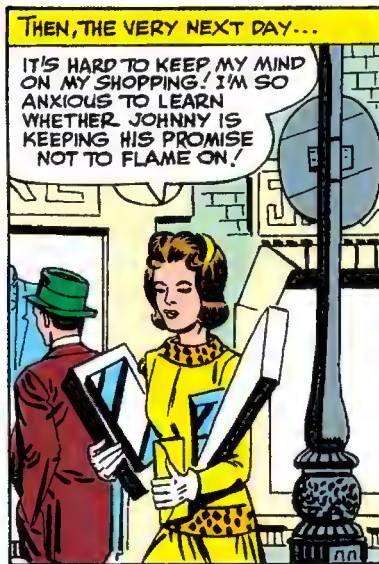
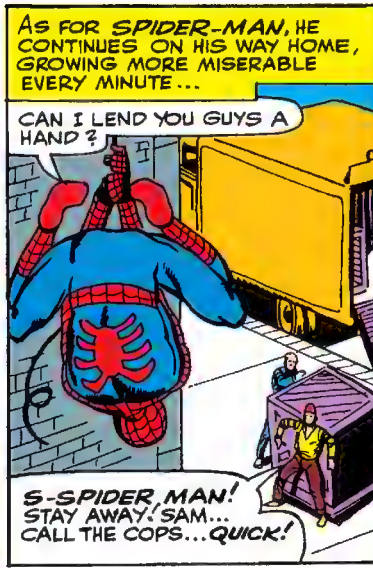
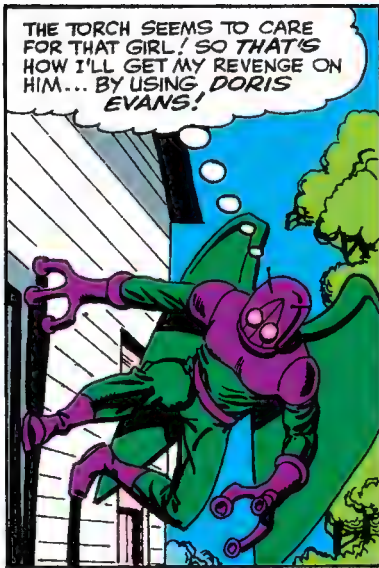
IT'S A DEAL, LOVE OF MY LIFE! BUT, WHAT DID THEY FEED YOU WHEN YOU WERE A BABY? NAILS?



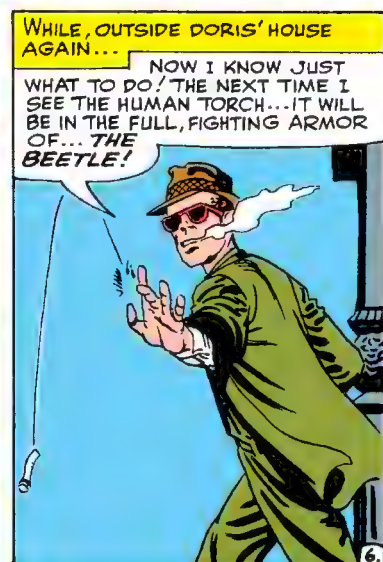
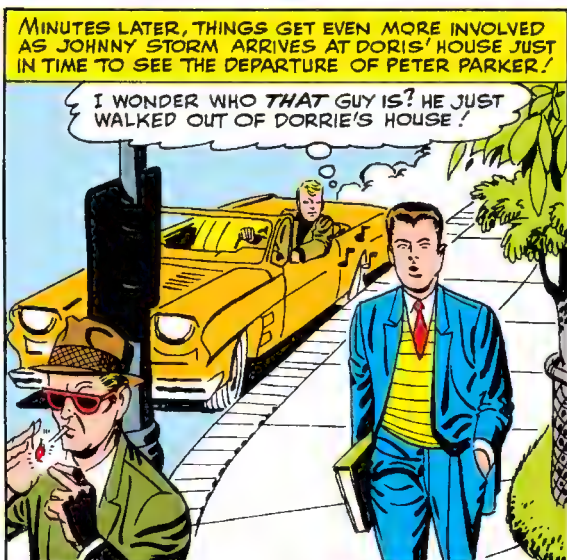
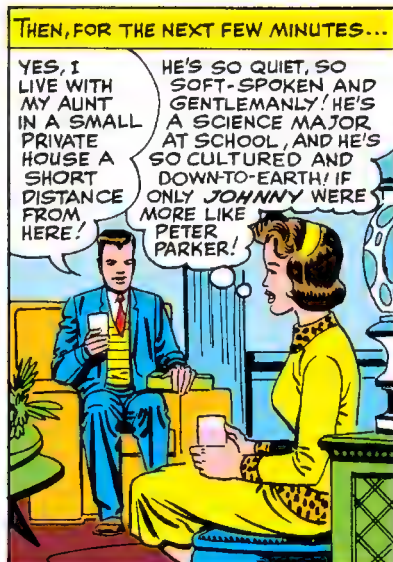
MEANWHILE, OUTSIDE THE HOUSE...

I'VE SEEN ENOUGH! NOW I KNOW WHAT TO DO!

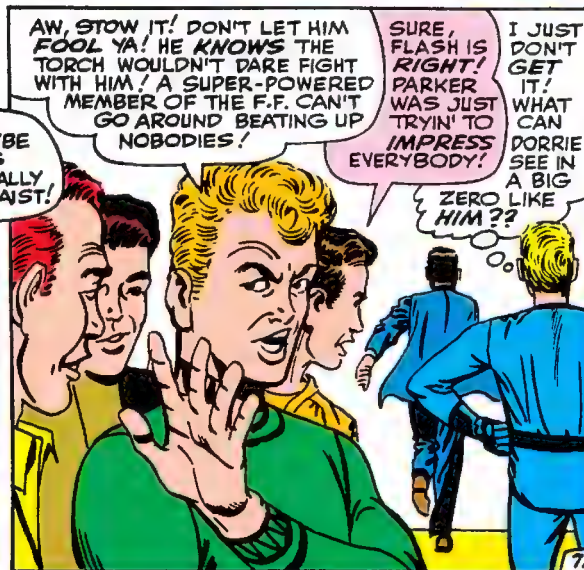
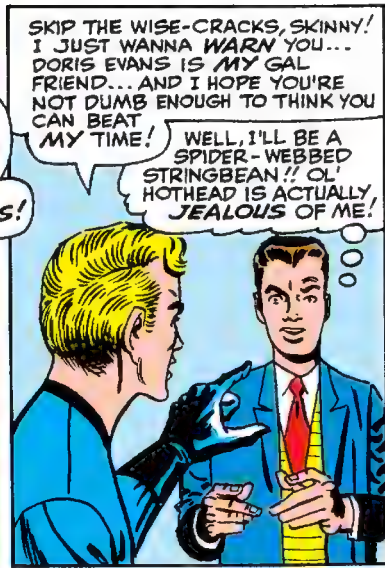




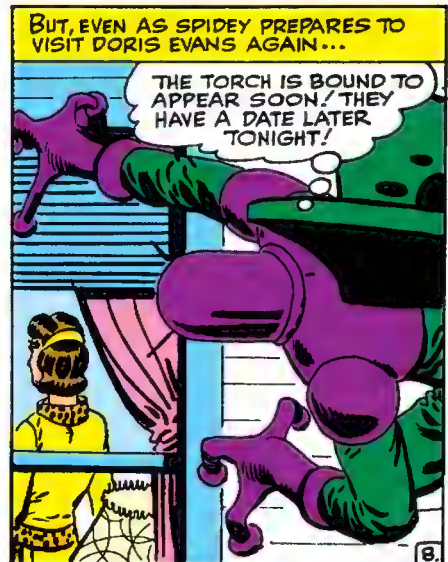
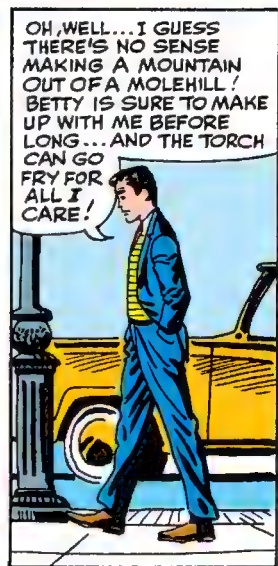
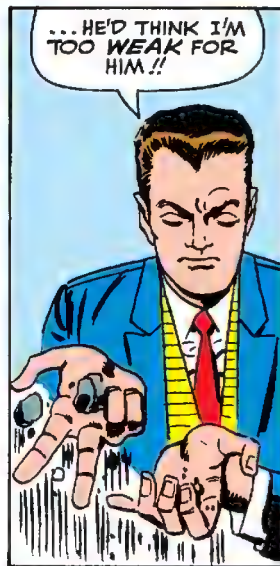
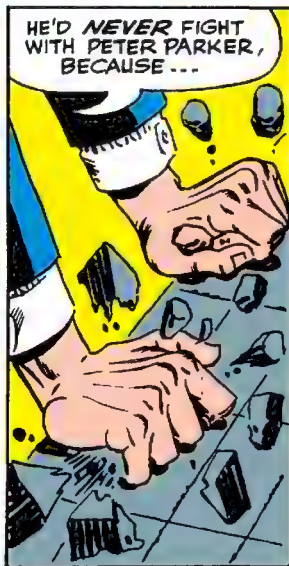
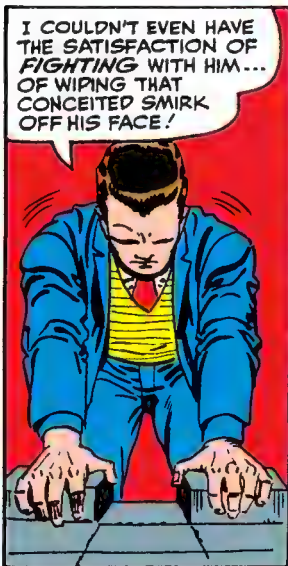
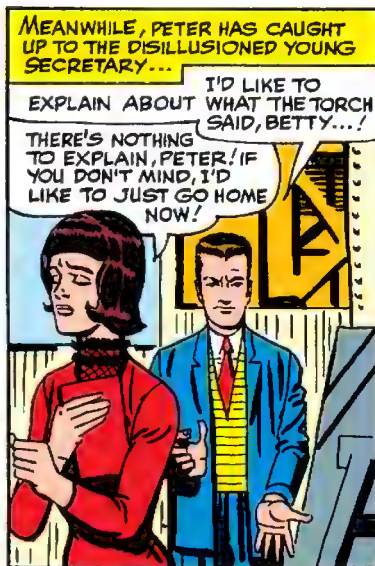




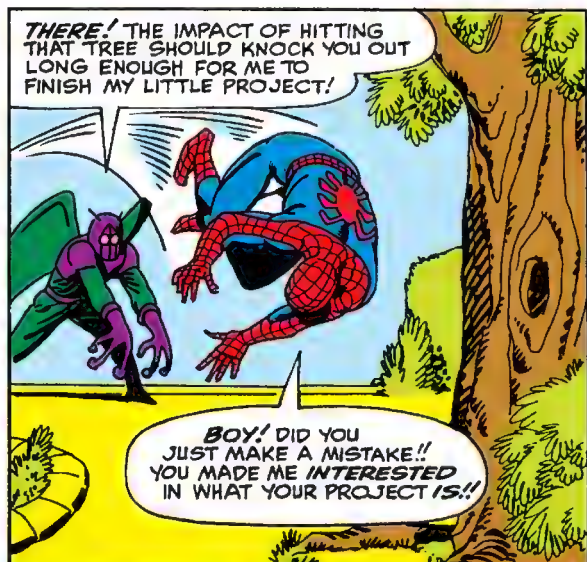
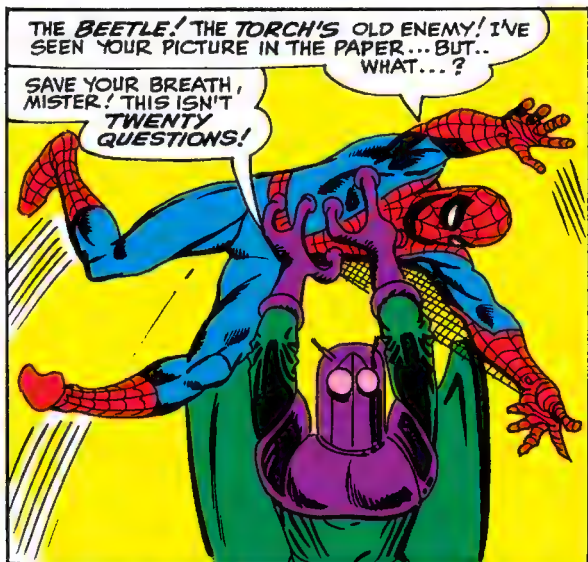
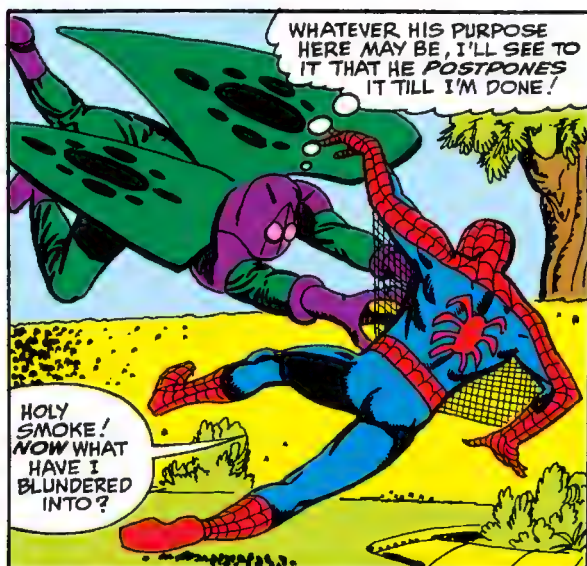
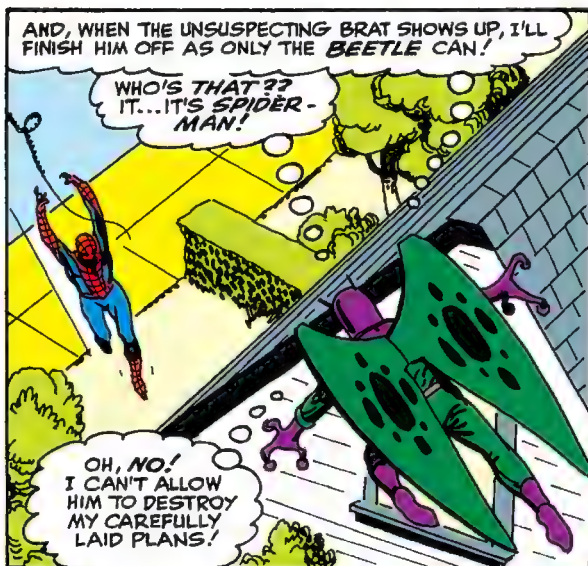




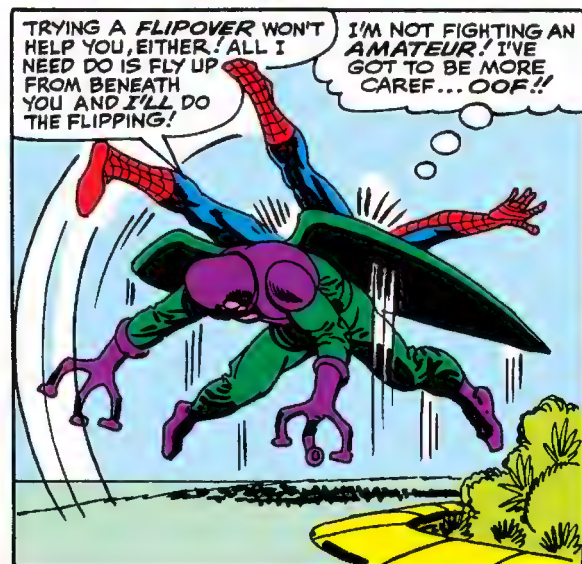
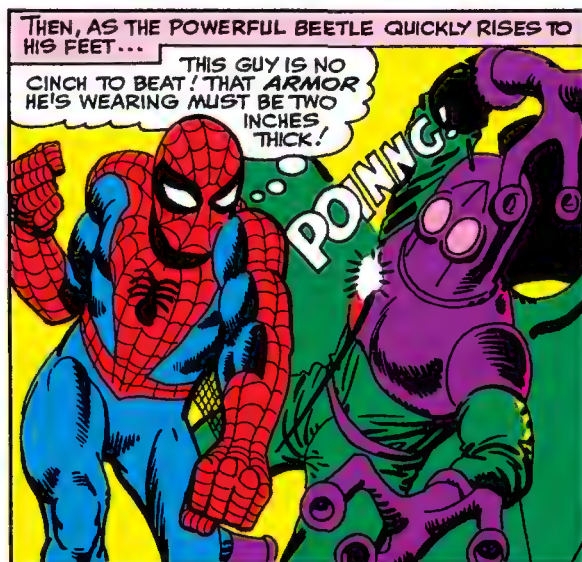
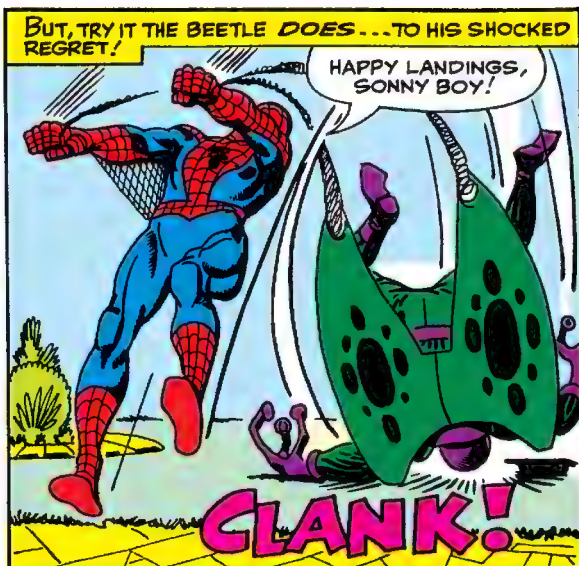
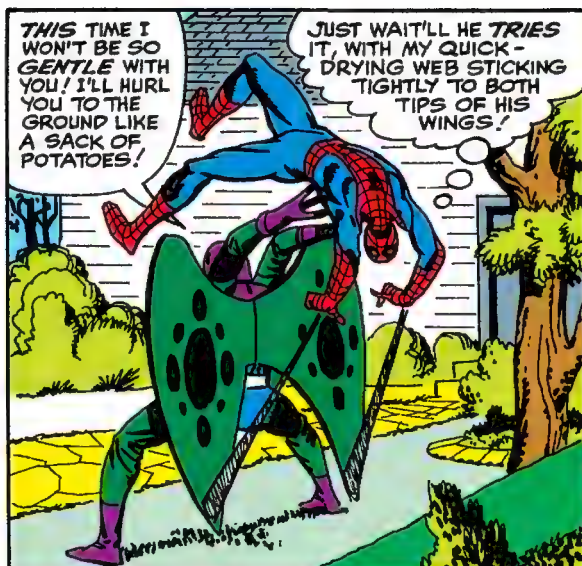










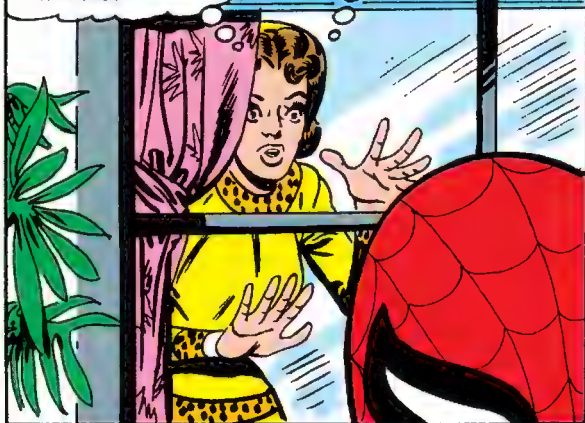




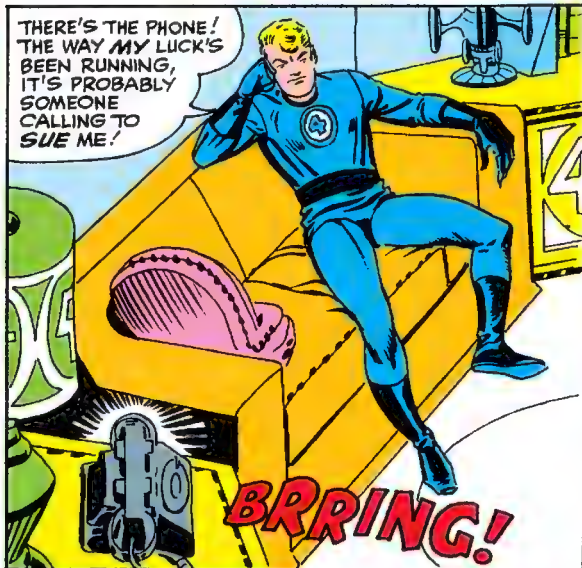
AND, AS THE FAST-MOVING FIGHT CONTINUES...

THE **BEETLE**... AND **SPIDER-MAN**... FIGHTING OUTSIDE MY WINDOW! THIS IS HORRIBLE!

I... I NEED HELP! JOHNNY... I'VE GOT TO CALL JOHNNY!



THERE'S THE PHONE! THE WAY MY LUCK'S BEEN RUNNING, IT'S PROBABLY SOMEONE CALLING TO **SUE** ME!



JOHNNY! THANK HEAVEN I REACHED YOU! YOU'VE GOT TO FLAME ON AND GET HERE RIGHT AWAY! I-I'M IN **DANGER**!



NICE TRY, GIRL FRIEND! BUT, YOU WON'T MAKE ME LOSE MY BET **THAT** WAY! I SAID I WOULDN'T FLAME ON FOR 24 HOURS... AND I'VE STILL GOT ABOUT ELEVEN HOURS TO GO!



OH, NO! I'M NOT FOOLING! I **NEED** YOU, JOHNNY! YOU MUST **BELIEVE** ME!

SURE, HONEY, SURE! I BELIEVE YOU! YOU'D NEVER TRY TO KID ME!



WHY, I'LL BET THERE ARE A COUPLE OF BIG, BAD VILLAINS OUTSIDE YOUR WINDOW RIGHT NOW! WHO ARE THEY, DORRIE? **SPIDER-MAN** AND **DOCTOR DOOM**?

JOHNNY...! LISTEN...!



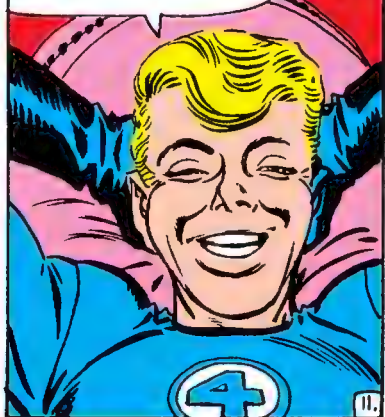
I HAVE TO HANG UP NOW, BABY! THE BIG BAD WOLF IS TRYING TO BLOW MY DOOR DOWN! SEE YA AROUND!

HE... DIDN'T **BELIEVE** ME! IT'S MY OWN FAULT... FOR ALWAYS CRITICIZING HIM! HE HUNG UP!



AND, AS SPIDEY AND THE **BEETLE** CONTINUE THEIR BATTLE OUTSIDE DORIS EVANS' WINDOW...

GOOD OL' DORRIE! I ALWAYS **DID** LIKE A GAL WITH A SENSE OF HUMOR!



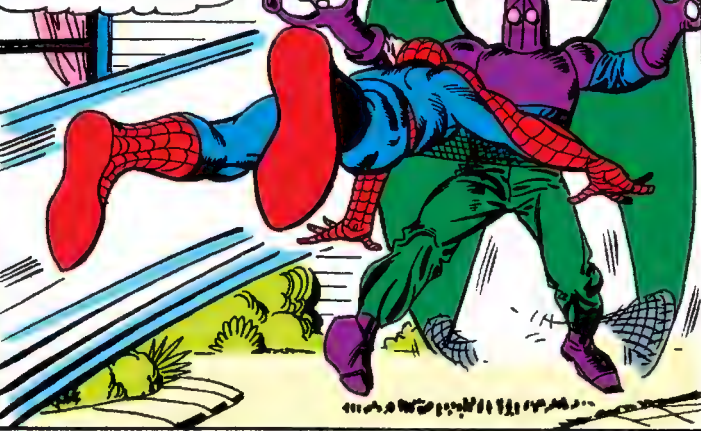


BUT, THOUGH JOHNNY STORM CHUCKLES OVER DORRIE'S "SENSE OF HUMOR," NONE OF OUR OTHER PROTAGONISTS SEEM TO BE DOING MUCH LAUGHING....!



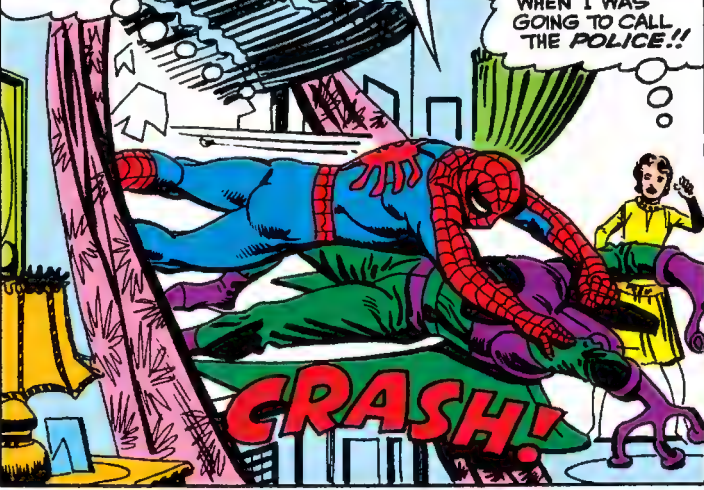
MAYBE I CAN KEEP HIM FROM USING HIS WINGS WITH MY WEBBING!

I WAS AFRAID OF THAT! HE SNAPPED IT BEFORE IT COULD HARDEN! BUT I'VE GOT TO STOP HIM FROM TAKING TO THE AIR!



FWITTTT!

GOOD! I'VE GOT 'IM NOW!



HERE'S WHERE YOU GET YOUR WINGS CLIPPED, CHUM!

OH, NO! NOW THEY'RE IN THE HOUSE! JUST WHEN I WAS GOING TO CALL THE POLICE!!

THEY'RE BETWEEN ME AND THE PHONE! WHAT WILL I DO?



YOU'VE RUINED MY WHOLE PLAN!! YOU'LL PAY FOR THAT!!

SORRY, BEETLE... I'M A LITTLE SHORT RIGHT NOW! DO YOU MIND IF I CHARGE IT INSTEAD??



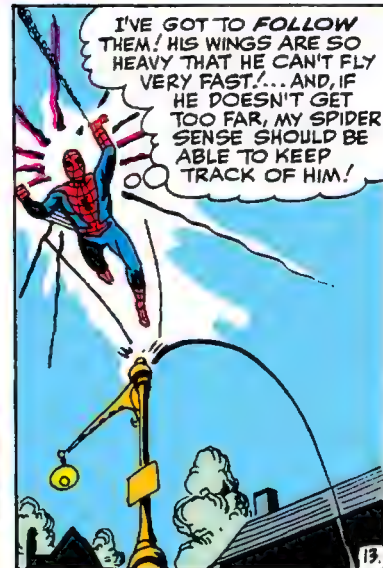
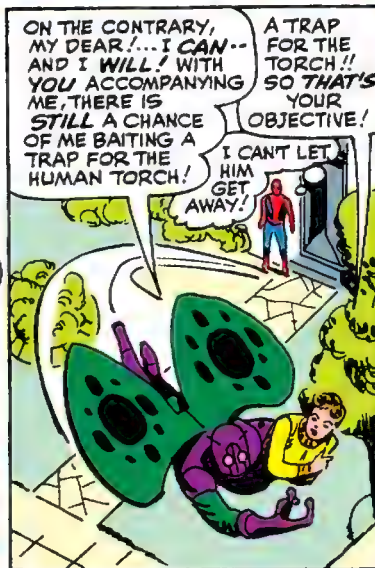
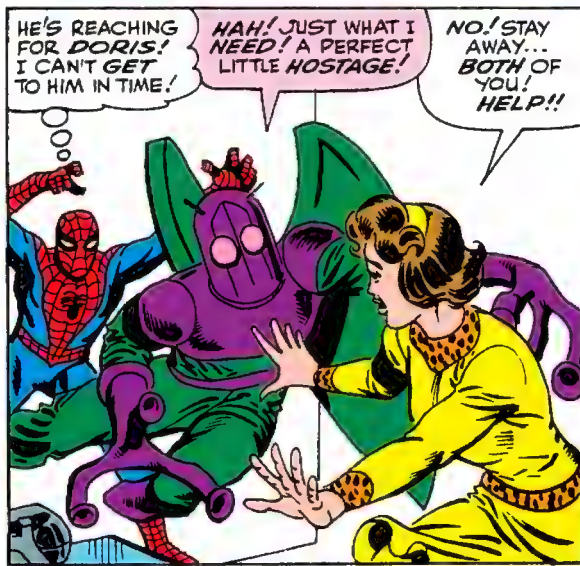
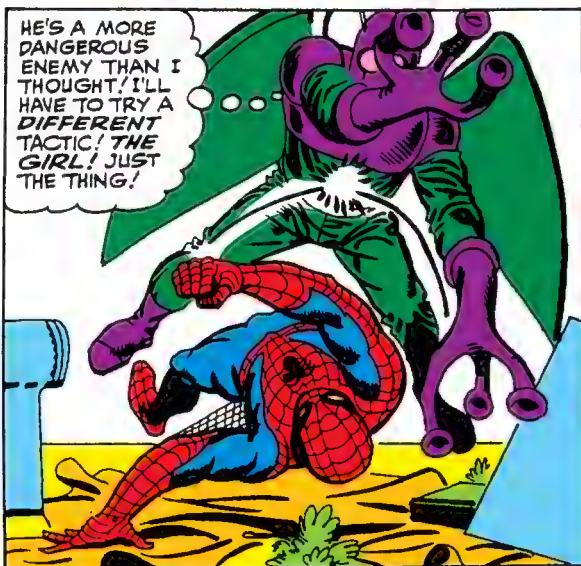
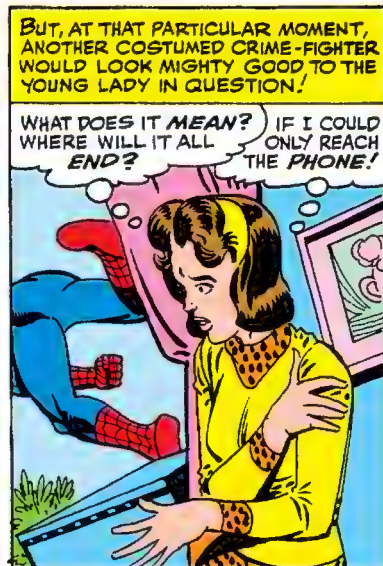
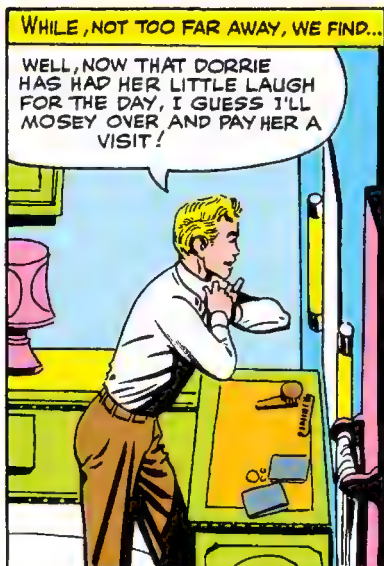
WHOP!

NOW, SUPPOSE YOU TELL ME WHAT YOUR SO-CALLED PLAN WAS, WHILE YOU CAN STILL TALK!

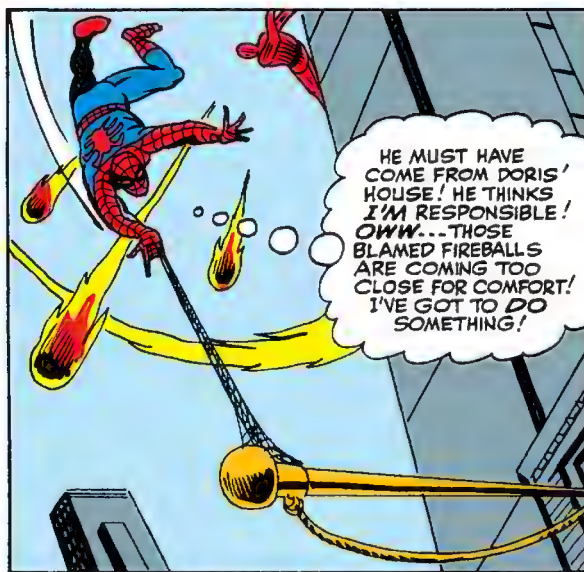
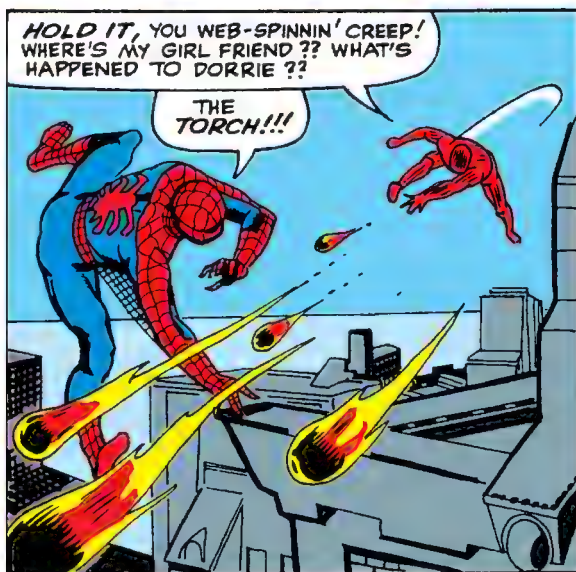
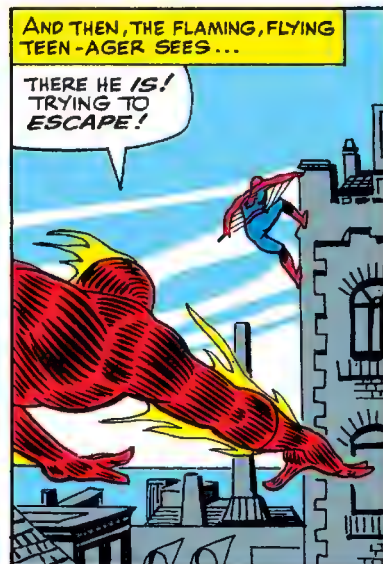


I WISH I FELT AS CONFIDENT AS I'M TRYING TO SOUND! THAT ARMOR OF HIS SHRUGS OFF MY BLOWS AS THOUGH THEY'RE POWDER-PUFFS!

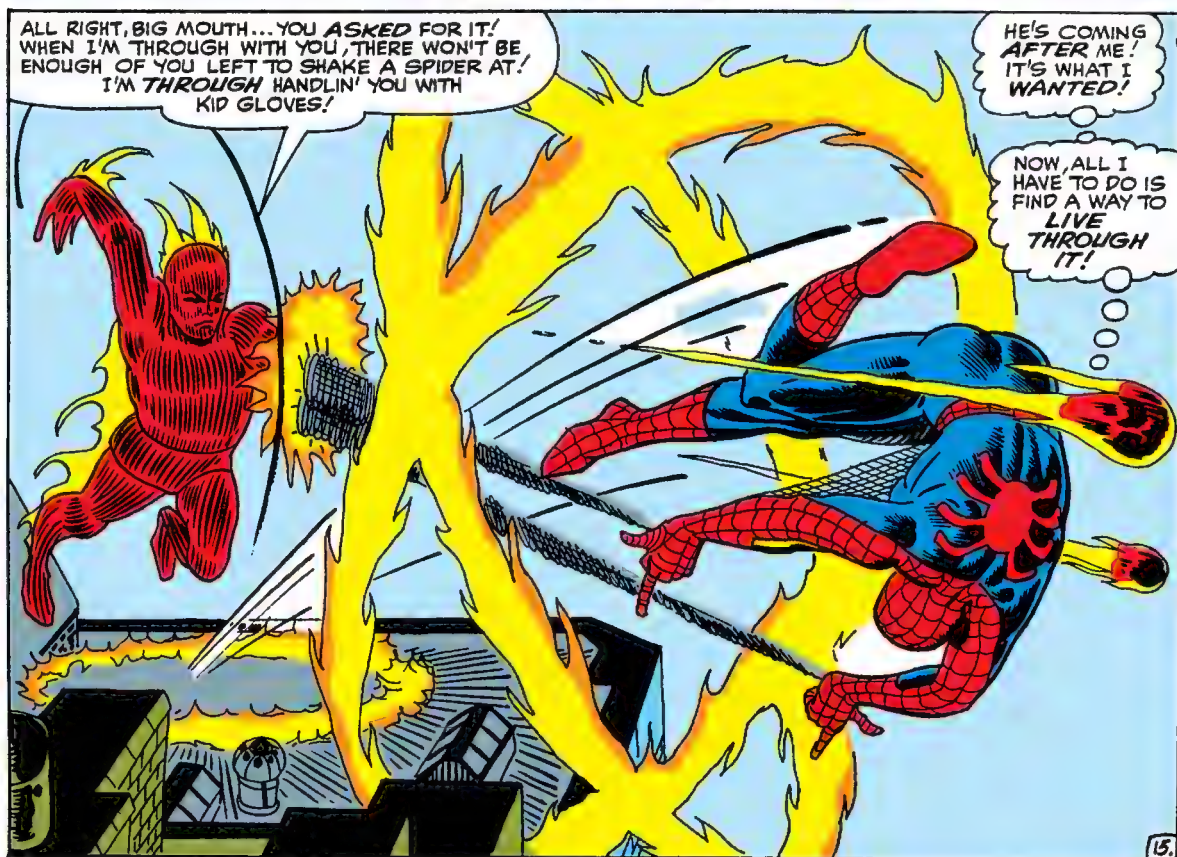
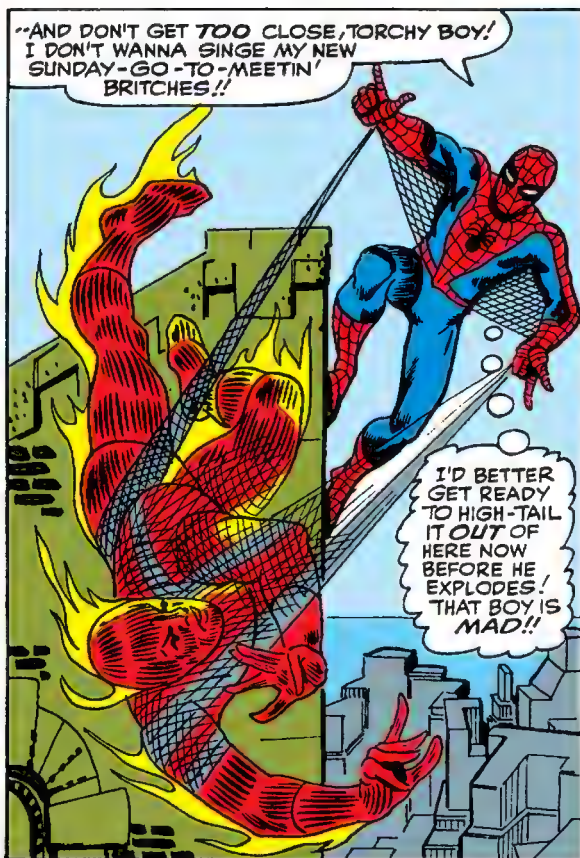




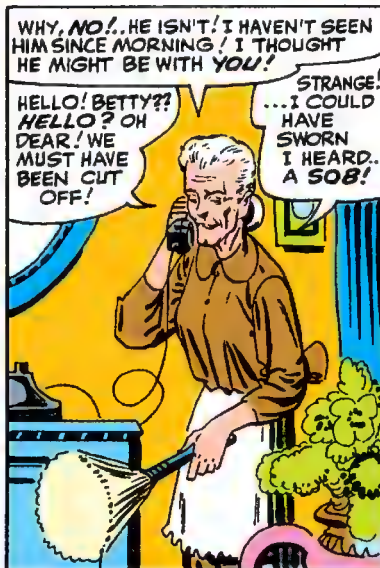
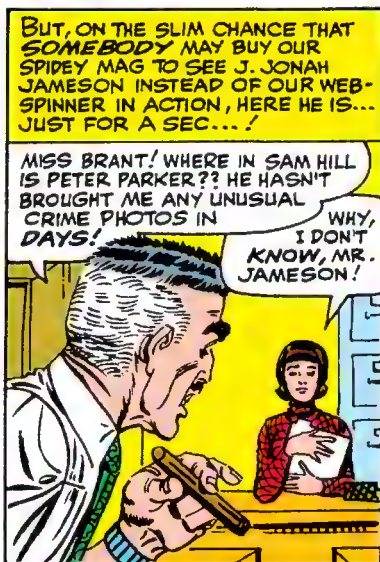
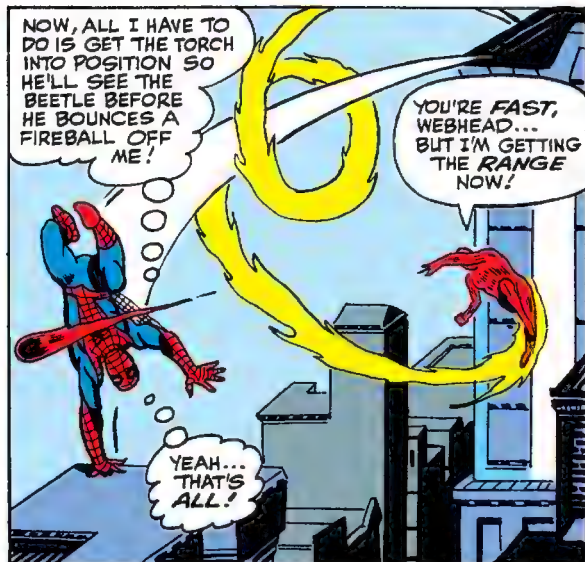
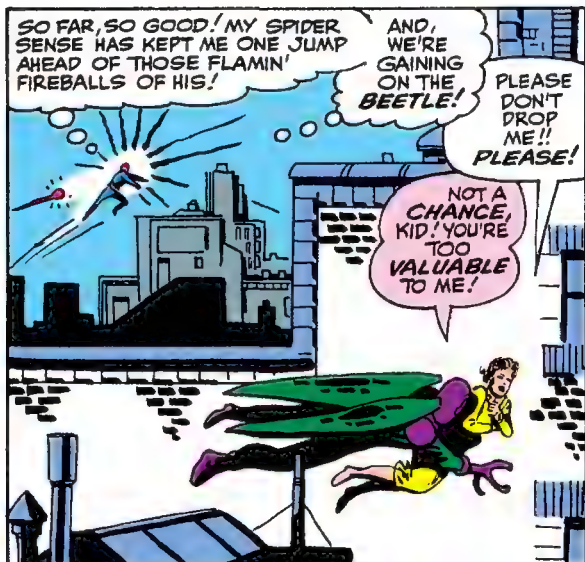




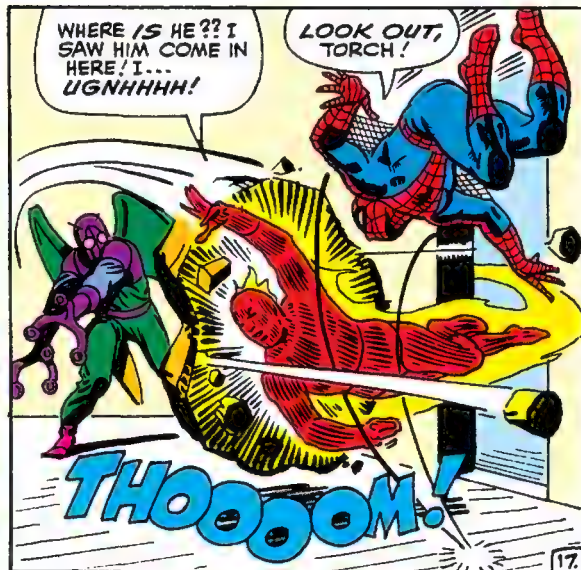
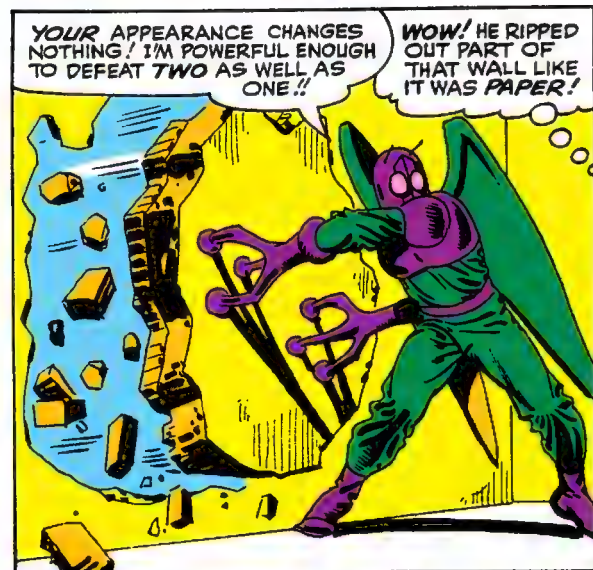
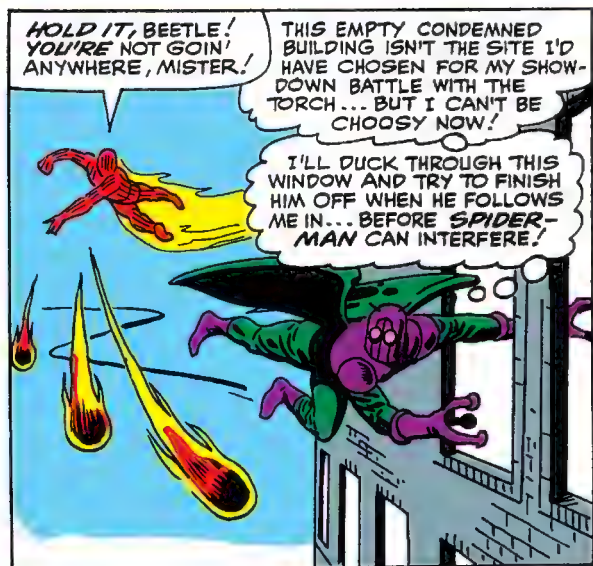




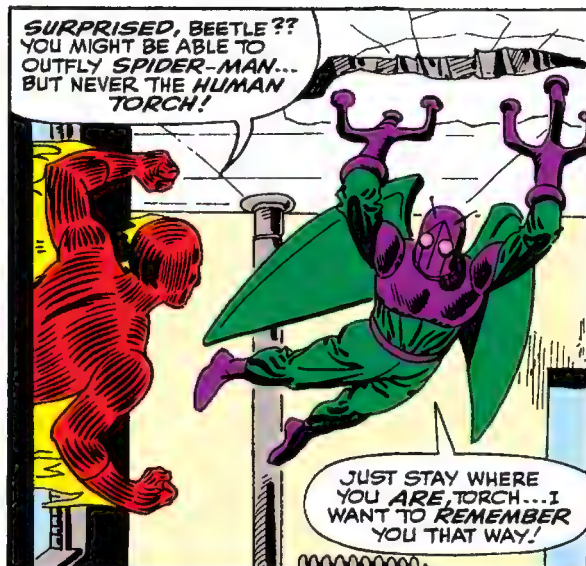
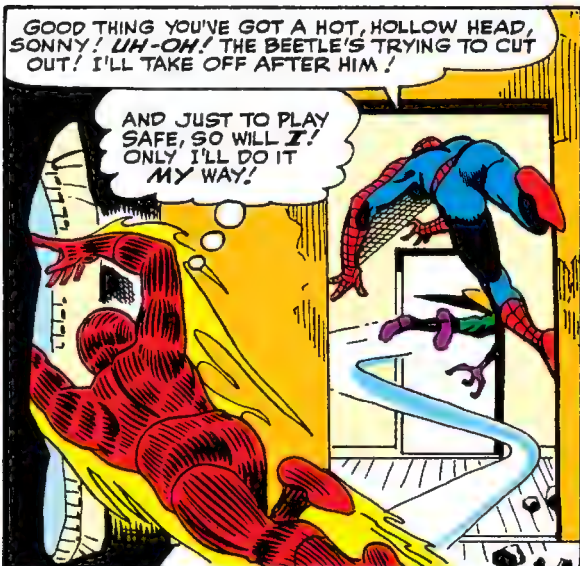




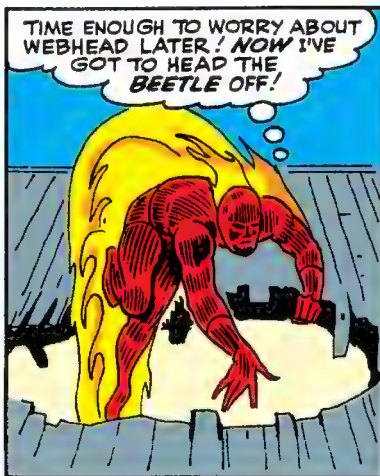
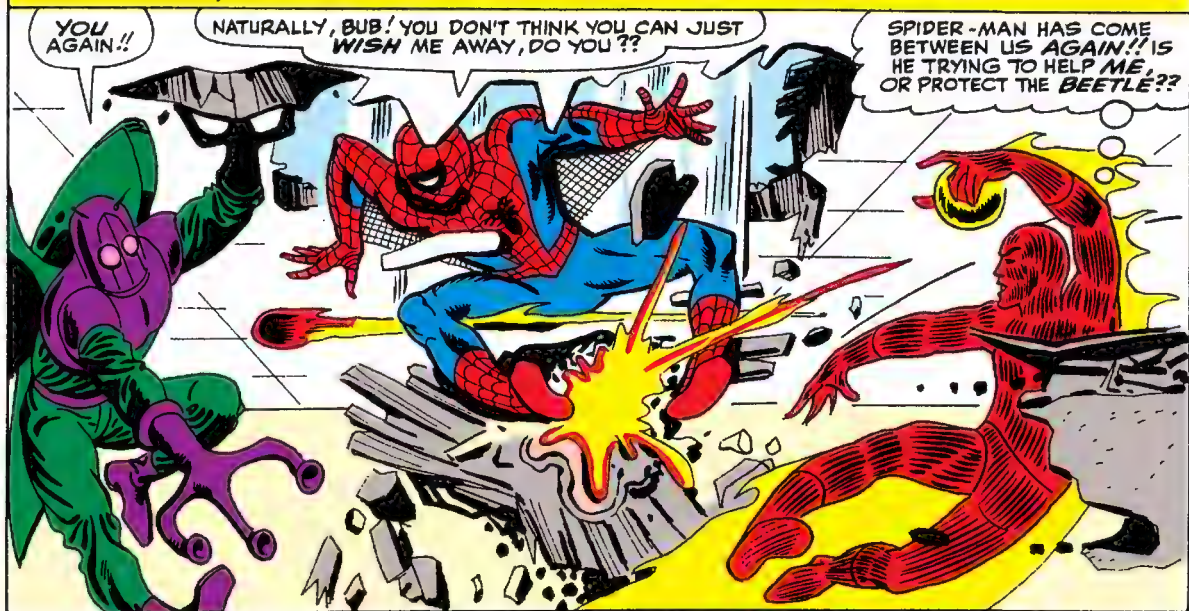




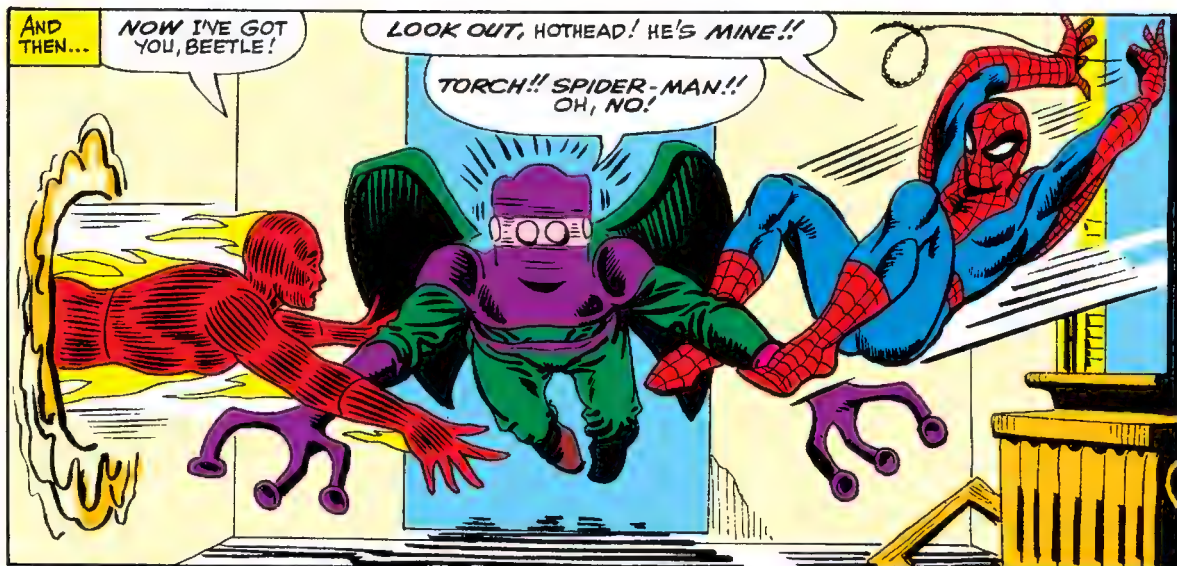




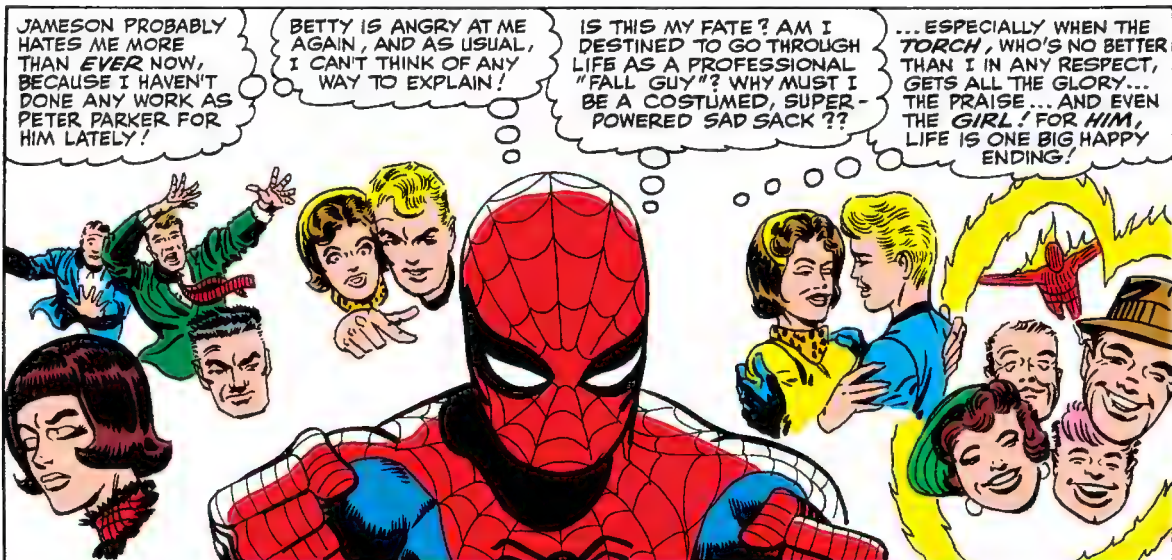
BUT, AS THE BEETLE PULLS DOWN A SECTION OF PLASTER CEILING, WITH WHICH TO SNUFF OUT THE TORCH'S FLAME, A NIMBLE, LITHE-MUSCLED FIGURE COMES HURTLING THROUGH THE OPENING...









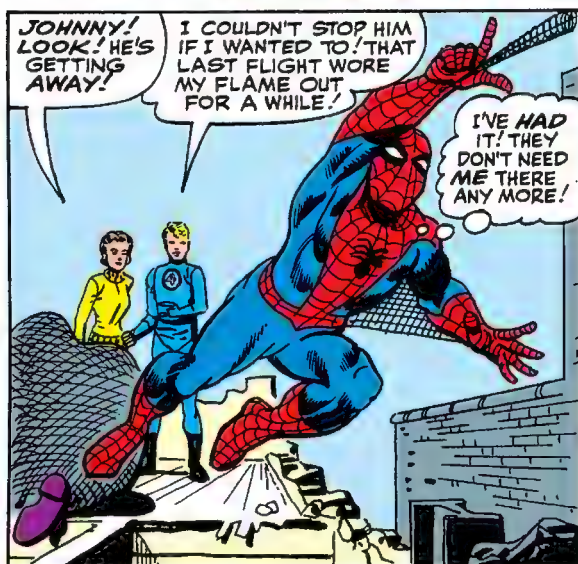


JAMESON PROBABLY HATES ME MORE THAN *EVER* NOW, BECAUSE I HAVEN'T DONE ANY WORK AS PETER PARKER FOR HIM LATELY!

BETTY IS ANGRY AT ME AGAIN, AND AS USUAL, I CAN'T THINK OF ANY WAY TO EXPLAIN!

IS THIS MY FATE? AM I DESTINED TO GO THROUGH LIFE AS A PROFESSIONAL "FALL GUY"? WHY MUST I BE A COSTUMED, SUPER-POWERED SAD SACK??

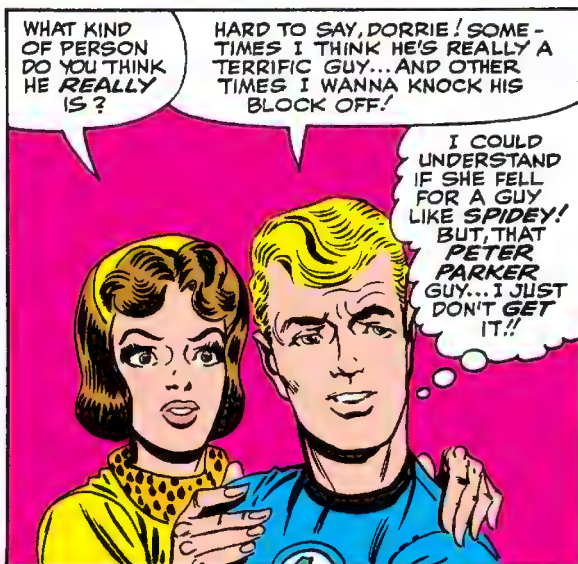
...ESPECIALLY WHEN THE *TORCH*, WHO'S NO BETTER THAN I IN ANY RESPECT, GETS ALL THE GLORY... THE PRAISE... AND EVEN THE *GIRL*! FOR HIM, LIFE IS ONE BIG HAPPY ENDING!



JOHNNY! LOOK! HE'S GETTING AWAY!

I COULDN'T STOP HIM IF I WANTED TO! THAT LAST FLIGHT WORE MY FLAME OUT FOR A WHILE!

I'VE HAD IT! THEY DON'T NEED ME THERE ANY MORE!



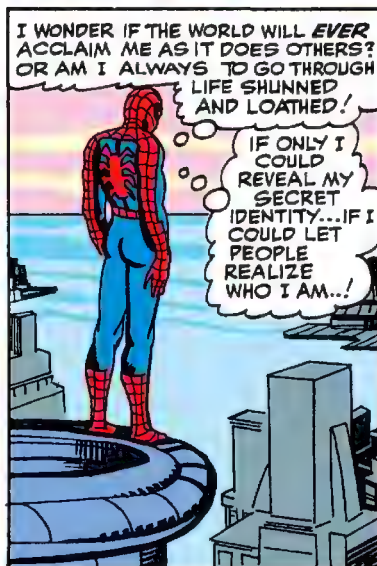
WHAT KIND OF PERSON DO YOU THINK HE *REALLY* IS?

HARD TO SAY, DORRIE! SOMETIMES I THINK HE'S REALLY A TERRIFIC GUY... AND OTHER TIMES I WANNA KNOCK HIS BLOCK OFF!

I COULD UNDERSTAND IF SHE FELL FOR A GUY LIKE *SPIDEY*! BUT, THAT *PETER PARKER* GUY... I JUST DON'T GET IT!!

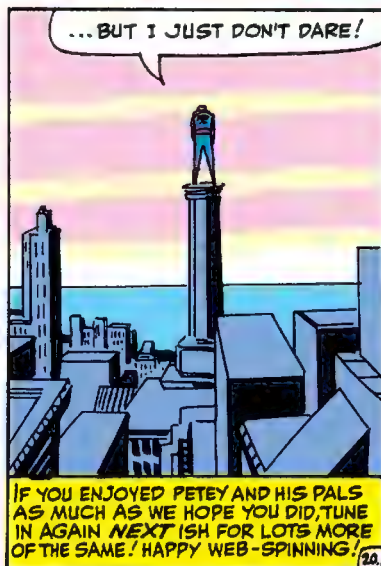


THIS IS WHAT I NEED! A CHANCE TO BE ALONE... TO CLEAR MY THOUGHTS...!



I WONDER IF THE WORLD WILL *EVER* ACCLAIM ME AS IT DOES OTHERS? OR AM I ALWAYS TO GO THROUGH LIFE SHUNNED AND LOATHED!

IF ONLY I COULD REVEAL MY SECRET IDENTITY... IF I COULD LET PEOPLE REALIZE WHO I AM...!



...BUT I JUST DON'T DARE!

IF YOU ENJOYED PETEY AND HIS PALS AS MUCH AS WE HOPE YOU DID, TUNE IN AGAIN *NEXT* ISH FOR LOTS MORE OF THE SAME! HAPPY WEB-SPINNING!



**A MARVEL MASTERWORK PiN-UP**

# SPIDER-MAN







# SPIDER'S WEB

SEND YOUR  
LETTERS TO:  
THE MARVEL  
COMICS GROUP  
SECOND FLOOR  
625 MADISON AV.  
NEW YORK 10022  
N. Y.

Dear Stan and Steve,

When I first saw the cover of SPIDER-MAN #17 what a surprise I got! #17 even beat your former peak, #9. The reason I liked #9 was the human interest problems Spidey had in it. Up until now, he never had any like them again although he hasn't exactly been living the life of Riley since then. But in this ish, everything happened to him—the poor guy even lost Betty, his sole comfort in #9. Other things I enjoyed about this issue were, as usual, the art, action and humor. Also, I was glad to see the Torch finally admit that he likes Spidey. The thing I enjoyed most next to Spidey's problems was the way you completely changed the mood of the story, perhaps unconsciously. It reminded me of the word 'tragicomic' which applies to many of your stories. Finally, I have to praise you for page 22 which was undoubtedly the most dramatic comic page I've ever read. Stan, you wrote it beautifully and Steve, you portrayed perfectly the haggard Peter as his despair became deeper and deeper until, at last, he stands crushed beneath the burden of the multitude of misfortunes which have befallen him. Say, that cornballness of yours is contagious! Seriously, fellas, #17 was your best effort so far!

Brian Yates, 1094 Chestnut St.  
Newton, Mass. 02164

*And, as the sun sinks in the west, we pause to wipe away our tears of gratitude! Thanks, Brian, from a couple of cornballs to another.*

Dear Stan and Steve,

A couple of days ago I bought the latest issue of SPIDER-MAN, and, as usual, I was so deeply impressed with it that I felt I should write you about it. Then, I had the tremendous good fortune to be at the drug store at the very moment that the new magazines were delivered, among which was the SPIDER-MAN ANNUAL. In the preceding days I had been contemplating suicide for fear that I should miss it. I pounced upon one, and managed to escape without being mobbed. Needless to say, they were sold out in five minutes. As superb as SPIDER-MAN #16 was, I must say that it was greatly overshadowed by the first SPIDER-MAN ANNUAL. I read Spidey's origin in the MARVEL TALES ANNUAL, and I must say, Steve, that your interpretation of Spider-Man has come a long way since your first efforts. This becomes extremely evident in Spidey's annual. Never had your artwork been so good. I just can't find the proper adjectives to describe accurately the fabulous full-page illustrations scattered throughout the story. In my prejudiced opinion, spectacular Steve Ditko could give Picasso a run for his money. And just so smilin' Stan doesn't feel neglected, his story was the usual fast-paced, action-packed, suspenseful, drama-charged epic that you'd expect from a literary genius. And after gazing dumbfounded at those superb pin-ups, I was wondering what more can two human beings cram into seventy-two pages. I turned the page and found out. I promptly keeled over in fits of uncontrollable laughter at the sight of a rather despondent Stan Lee being overrun by twenty-odd characters of his own creation, and a sleepy Steve Ditko being relieved of his duties by a couple of cultured spiders. Those last three pages were a real joy to read, and it gave us a glimpse of all the merry fun and games that must go on at that nuthouse that we know as the Marvel bullpen, day after day. All in all, Spidey's annual

was a smash hit with me! It's really gratifying to know that there are still such masters as you in the field, to keep the comic media in its rightful place in the literary world. So, 'till next time, take good care of yourselves; We in Marvel-land, want you two nuts around for a long, long time. Sincerely,

Keith McWalter, 2674 Lindenwood Dr.  
Bridgeville, Pa.

*Who SAYS we only print the flattering letters? Keith called us "nuts", didn't he? See how fair we are?*

Dear Stan and Steve,

It's truly the "Marvel Age" as far as comics go! We never dreamed that comics could be so completely rejuvenated by so few. We are both pre-med students at Centre College, and we just want you to know that the "Marvel Age" has become the "Marvel Rage" here. For instance: The assignment for the DKE fraternity's pledge class was to round up 30 Marvels within an hour just so the actives could read them. Not boasting, but we (the Jackson duo) have the honor of claiming the beginning of the "Marvel Rage" here at school. It all started as we sought to pass the lunch hour by buying one comic each day. Needless to say, the first Marvel put an abrupt halt to this meaningless quest. We were hooked, and the Marvel Rage had begun. Spider-Man is our favorite by far, and the X-Men are our favorite group (I know this may cause a rumbling within the Baxter Building). The greatest fight you have ever produced was between the Hulk and the Thing (more!). Captain America could become one of your best and should have his own mag. We would warn you, however, not to make your villains too unbelievable; e.g., we find it hard to believe that the Owl in DAREDEVIL #3 can glide around, especially as big as he is. In closing, we would like to commend you at Marvel for raising the comic literature to its highest level ever. Keep it up!

Elmer and John Jackson  
119 W. Lex. St., Danville, Ky.

*Hey, that's kinda cute, fellas! "The Marvel Rage of Comics!" The only thing we wanna know is: Are we stealing it from you, or did you cop it from us?!*

Dear Stan and Steve,

I was on board with nothing to do when a buddy gave me a few copies of your SPIDER-MAN mag. As I read them I was amazed at the quality and forethought that was put into each story. Unlike other comic heroes Spider-Man seems more realistic. I think that Spider-Man is the greatest thing that's ever happened to comic books! Would you please start publishing SPIDER-MAN mags twice a month so we won't have to wait so long for each copy!

Harry Hawkins, BM3, USS Merrick  
c/o Fleet Post Office, San Francisco, Cal.

*We'd love to oblige, sailor, but if we published Spidey twice a month you'd have to wait even longer! (Mainly because how much work can a couple of guys do while they're in the hospital with nervous breakdowns?)*

Dear Stan and Steve,

I immensely enjoy your magazines. Your characters have a depth and humanity unequaled and almost unchallenged by other magazines. For this reason they are ever new! Moreover, they have an intellectual content unmatched in comicdom. However, I was quite disappointed with your revelation as to why J. Jonah Jame-

Continued...



son hates Spider-Man. To quote from J.J.J.'s speech, "All my life I've been interested in only one thing—making money! And yet, Spider-Man risks his life day after day with no thought of reward! If a man like him is good—a hero—then what am I?" I ask by what standard may J.J.J., a producer, be said to be less moral or even immoral in comparison with Spider-Man. How can J. Jonah Jameson, who has provided work for hundreds or thousands and news for millions, be said to be immoral? Why has a man that has amassed a fortune solely through providing the news faster, cheaper, more concisely, and more accurately than any other source accepted a standard of morality that holds his production, his virtue to be evil? Money is not a tool of the looters or the moochers; it is a tool of the producers. To be able to say that one has made money is to pay oneself the highest possible compliment. If J. Jonah Jameson can truly say that he made money, he may walk tall.

John Bailey, 220 N. North St.  
Washington C.H., Ohio

*Why do WE have to get stuck with all the erudite, intelligent fans? Why can't we have some nice, simple, uncomplicated readers who aren't philosophy majors? Anyway, Johnny boy, you've got us all wrong—never let it be said that the guys in the bullpen are anti-money! We don't knock ourselves out this way just to keep Artie Simek happy!*

Dear Stan and Steve,

I think SPIDER-MAN #17 is truly one of the many Marvel Masterpieces of this year. Steve's Green Goblin drawings were better than ever. In reading #17 and other Spidey mags, I have noticed something which deserves attention, namely Aunt May's persistent efforts to get Peter to date Mary Jane Watson. I personally think this adds to your mag, and hope you continue it. All in all, I have only one question: On page 11 Flash calls Liz Allen's father "Mr. Brant". If he is Liz's father, wouldn't his name be Allen, too?

Walt Clevestine, 711 Arch St.  
Spring City, Pa.

*Y'know, Walt, if only all our characters could be named Jones, life would be so much simpler! Sure, you're right—as were the zillion other web-spinners who wrote in to tell us of that same typically Marvel bonehead mistake! Can you imagine if we were punished for lettering mistakes in our mags? The whole blamed bullpen would be doing life in Alcatraz right now!*

Dear Stan and Steve,

I have written to praise Stan on all his stories and to bury Steve for his little boo-boo in SPIDER-MAN #17. It happened on page 17 in the first panel. Steve shows Spidey making a quick change to Peter Parker but he forgot to put on his shoes which he wears as Peter. Then as Peter ran out of the club to change back to Spidey, he still didn't have his shoes on, just his Spider-Man footwear. I don't think this is enough of a mistake to warrant any panic, but I did need an excuse to write to you swell guys. I also want to say that I enjoy seeing new villains as well as having the old ones return. I don't think subscriptions should be so high for us Canadian fans. \$3.25 is O.K. if you live somewhere in France or Turkey but not as close as Canada!

John Gilbert, 985 Dundas Hwy. West.  
Cooksville, Ontario, Canada

*As far as we know, Johnny, Canadian subs are \$1.75, same as American ones. Better check into it again, hear?*

Dear Stan and Steve,

I have been reading SPIDER-MAN and FF since their first issues. I have come to like the Thing very much and think he should be able to change to Ben at will—just like the other three FF members can. I didn't like the way you treated Spider-Man in issue #17 where he became a coward in the eyes of the public. I didn't like that at all. Now he'll have a hard time getting folks to like him. His aunt is a sick old lady whom he loves very much, and Mr. Jameson gives him such a hard time. I want him to be liked by the public in the same way your other heroes are liked. So don't hurt Spider-

Man again—please! I'm 25 years old and would like to read happier things about Spider-Man. He's a good guy who's trying to help his aunt and go to school. Let the public like him!

Charles Harris, Jr., 1289 Chisholm St.  
Bronx 59, N.Y.

*We'll try, Charlie—honest! But, being kinda practical, it's more important to us that you READERS like him!*

#### SPECIAL ANNOUNCEMENTS SECTION

—Never let it be said that we merry Marvel madmen don't listen to all you frantic fans! Our tale this ish was specially produced in answer to a flood of mail demanding more adventures of Spidey fighting either with or against our human matchstick! We sure hope you all liked it—but if you didn't, don't blame us! It's your fault! You asked for it!

—By the way, Peter Parker makes probably the briefest guest appearance in history in this month's FANTASTIC FOUR. (#35). Be sure not to sneeze when you're reading the part where Peley appears, or you'll miss him, completely!

—We still get a whole kaboodle of letters each month telling us to keep Spidey a loner—just as we get mail ordering us to team him up with everybody and anybody you can think of! But, so far, the ratio is overwhelmingly in favor of keeping him by himself, except for occasional guest appearances. So, it looks as though the F.F., the AVENGERS, X-MEN, etc. will just have to struggle along without him for a while!

—Remember the time (we think it was in ish #17) that someone said our villains had too many gimmicks? We said we'd leave it up to you to decide. Well, according to the letters that followed, most of you like Spidey's little sparring partners just the way they are. How's that for an earth-shattering bit of information!

#### A Line-Up Of Some Of The Marvelous Mags On Sale Right Now! THE MIGHTY MARVEL CHECKLIST

**FANTASTIC FOUR #35:** Leave it to the world's greatest mag to come up with another of the world's greatest new arch-foes! This ish has everything! The F.F. go to college! They fight Dragon Man! And they again face the deadly Diabol!

**AVENGERS #12:** America's mightiest super-hero team finds itself battling one of the world's strangest menaces, with the fate of all mankind hinging on the outcome! And guess who the two surprise villains are! **X-MEN #9:** We wish there were new adjectives to describe this one! It features both the X-Men and the Avengers! Also, for the first time, you'll see the eerie Lucifer! And be prepared for anything when Professor X gets back into action!

**THOR #112:** All we have to tell you is—Thor fights the Hulk! It's the kind of action you want, written the way you like it, and drawn by jolly Jack Kirby, the action king himself! It's the greatest battle since the Hulk fought the Thing!

**STRANGE TALES #129:** This is really "villains month" at Marvel! This time the Torch and bashful Benjamin fight some baddies who call themselves "The Terrible Trio!"—and Dr. Strange is up against a newie named Tiboro who's as as kookie as he sounds!

**SUSPENSE #62:** This is it at last! The startling, long-awaited Origin of the Mandarin! And wait till you see how Iron Man escapes ol' Mandy this time! As for Captain America, the poor guy is trying to stop a jailbreak singlehanded! And, if anybody can do it—

**ASTONISH #64:** See Giant-Man fight none other than Attuma, the sensational menace of F.F. #33! This is a different type of thriller for high-pockets and the wonderful Waspl! Meanwhile, the Hulk is again attacked by the mysterious Leader and his horde of humanoids! No wonder he goes on a rampage!

**SGT. FURY AND HIS YOU-KNOW-WHO'S #14:** This one's a block-buster! For the first time, Fury and his happy heroes go up against a deadly blitzkrieg squad, specially trained to destroy the Howlers! It's a trap that only Baron Strucker could devise, and Fury's fanatics charge right into it! Wow!

—We haven't seen the sketches for SPIDER-MAN #22 yet, but Stan and Steve have been walking around chuckling to themselves and patting each other on the back for days! So they must have something pretty special cooked up. Anyway, when those two characters go to town, how bad can it be? So live dangerously...try us again next ish! Who knows—you might even like it!

*We give up! Now that all our mags have letters pages, we get so much mail that we just can't send cards in answer to your letters any more! But, you know we're reading them—and that's what counts!*





MARVEL  
COMICS  
GROUP **12¢**

# the AMAZING SPIDER-MAN

IND.

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

**22**  
MAR

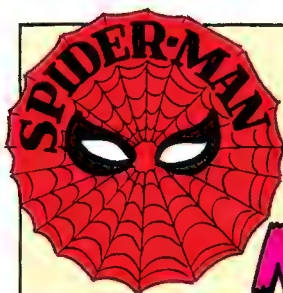
ANOTHER **BIG**  
ONE FROM  
MIGHTY MARVEL!



NEW THRILLS! NEW VILLAINS! NEW SURPRISES!  
SPIDEY BATTLES

"THE **CLOWN** *And His* **MASTERS OF MENACE!**"





# PREEEEEESENTING... The **CLOWN**, and his **MASTERS OF MENACE!**



WRITTEN BY: STAN LEE

ILLUSTRATED BY: STEVE DITKO

LETTERED BY:  
**ARTIE SIMEK**

WE LET ARTIE DO THIS OCCASIONALLY!  
IT'S CHEAPER THAN GIVING HIM A RAISE!

ANOTHER ONE OF LEE'S  
LIVING LEGENDS!

ANOTHER DAZZLING  
DITKO DELIGHT!



IN A SLEAZY HOTEL ROOM, IN A SHABBY HOTEL, SOME SNEAKY SINNERS ARE STARTLED BY THE SIGHT OF A SPARKLING SPIDER SIGNAL!

LOOK! A SUDDEN BEAM OF LIGHT THRU THE WINDOW!  
IT'S THE MARK OF SPIDER-MAN!  
IT'S GETTING BRIGHTER!



WELL, WELL! IF IT ISN'T THE ROLLICKING RING-MASTER AND HIS PLAYFUL LITTLE PARTNERS!

STAY BACK, YOU WALL-CRAWLING WEASEL! WE SERVED OUR PRISON TERMS! WE'RE FREE NOW!



I KNOW! BUT I'M BETTING YOU DIDN'T CALL THIS MEETING JUST TO HAVE A TEA PARTY!

SO I CAME TO WARN YOU! DON'T EVER AGAIN TRY TO MAKE A PATSY OUT OF ME, LIKE YOU DID THE LAST TIME AT YOUR CREEPY CIRCUS!\*

YOU'RE NOT SCARING ME!



\*SPIDEY #16--STAN & STEVE.

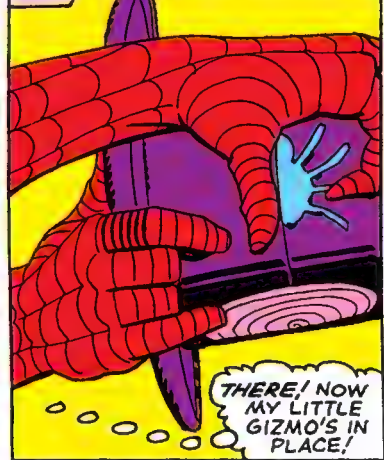
THEN WHY ARE YOU SHAKING THAT WAY??

YOU FUMBLING PHONY! I OUGHTA MAKE YOU EAT YOUR HAT TO SHOW I'M NOT KIDDING!

NO! I BELIEVE YOU! I BELIEVE YOU!



SO SMOOTH AND SILENT ARE SPIDER-MAN'S ACTIONS, THAT NO ONE NOTICES HIM FASTENING A SMALL DEVICE TO THE UNIQUE TOP HAT!



THERE! NOW MY LITTLE GIZMO'S IN PLACE!

OKAY! I'VE SAID MY PIECE! I'LL LEAVE YOU TO YOUR FUN AND GAMES NOW!

WAIT! GIVE ME BACK MY HAT!

I WAS HOPING HE'D SAY THAT!



HERE! JUST MAKE SURE THAT IT, AND YOU, STAY OUTA MY WAY FROM NOW ON!

AND DON'T CALL ME--I'LL CALL YOU!



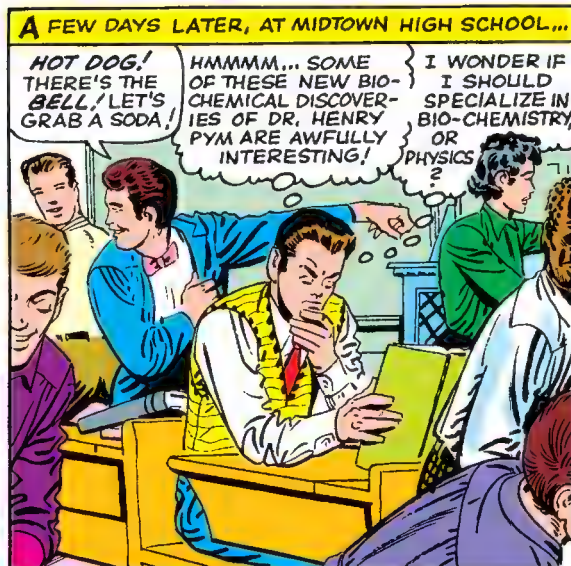
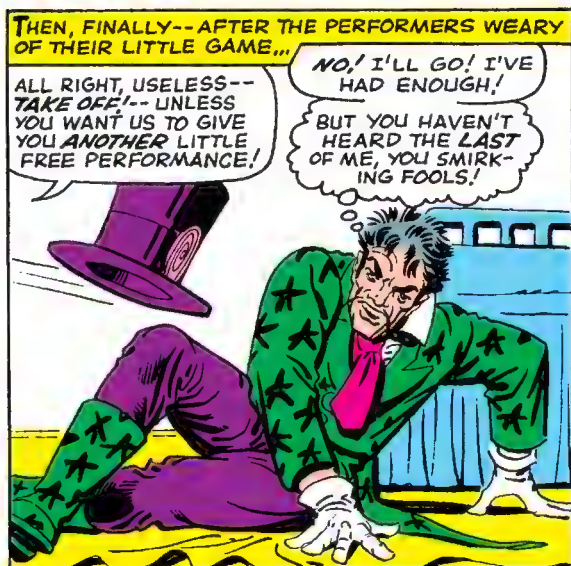
THAT'S THAT! WITH MY LITTLE ELECTRONIC GIZMO SECRETLY STUCK TO HIS FEDORA, I'LL BE ABLE TO FIND HIM ANY TIME I WANT TO!



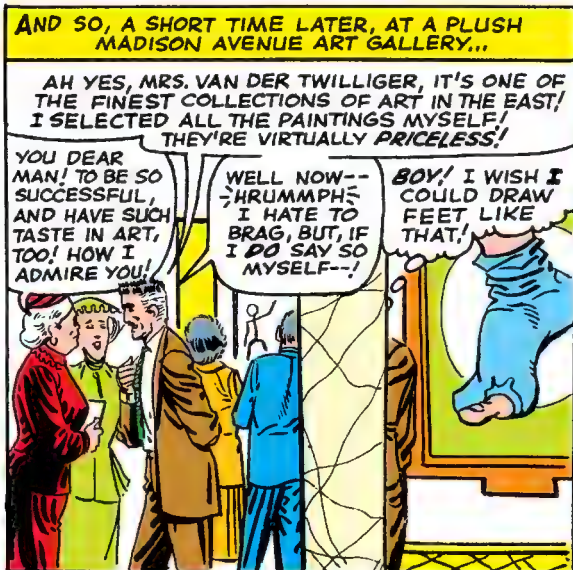
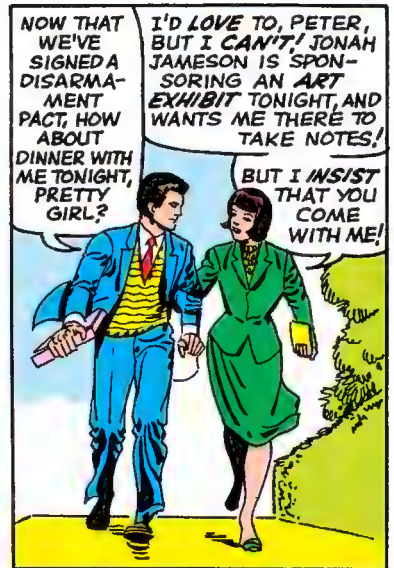
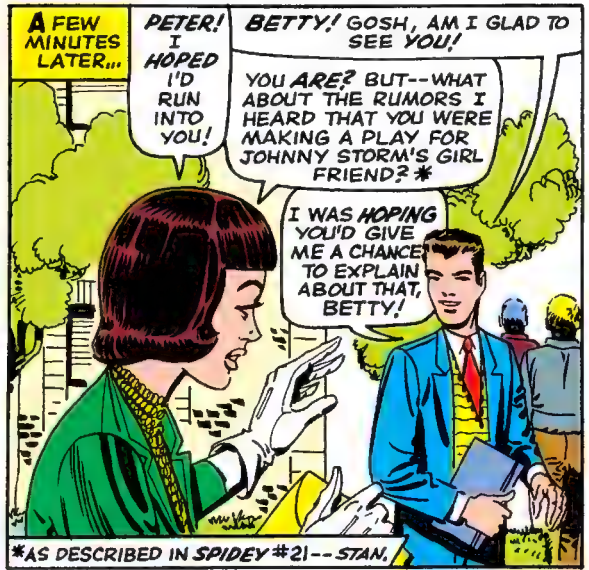




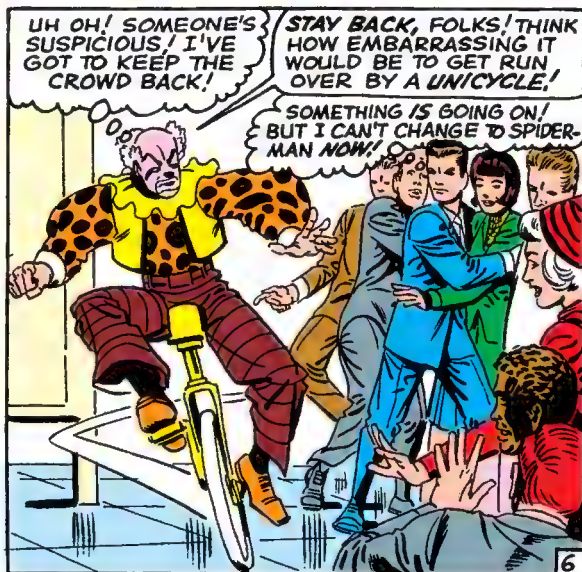




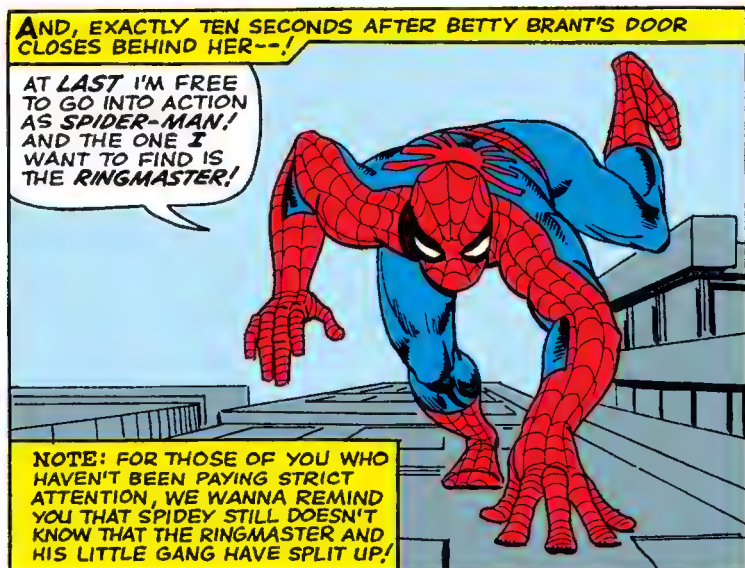




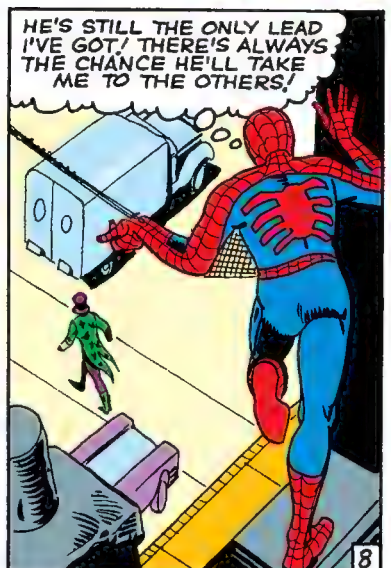
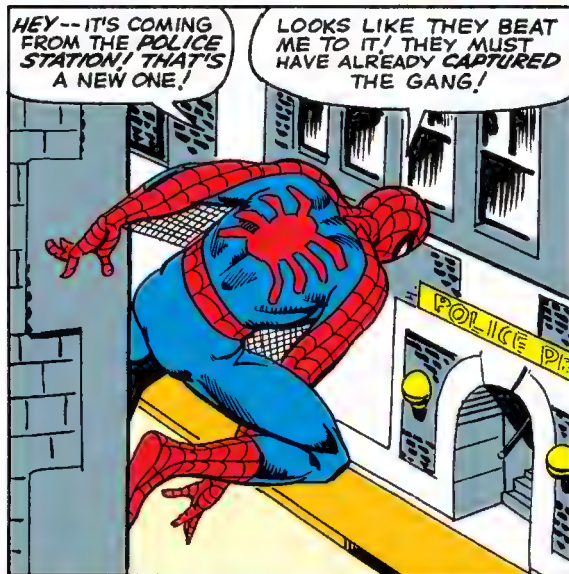




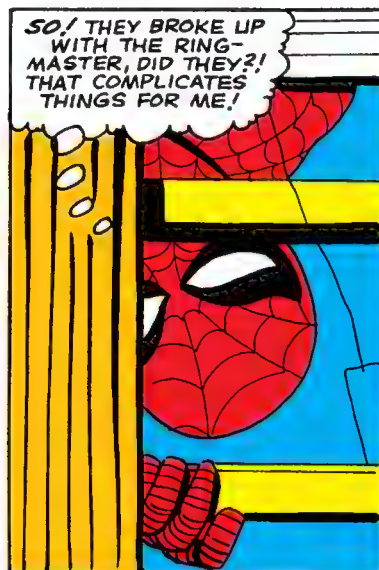




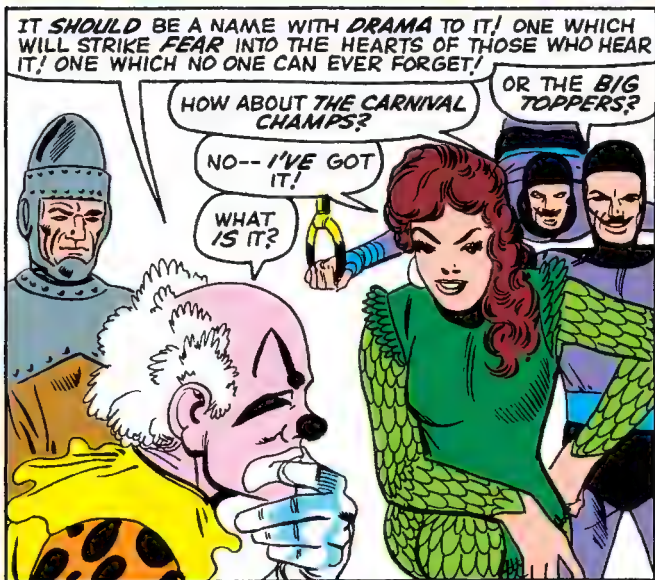
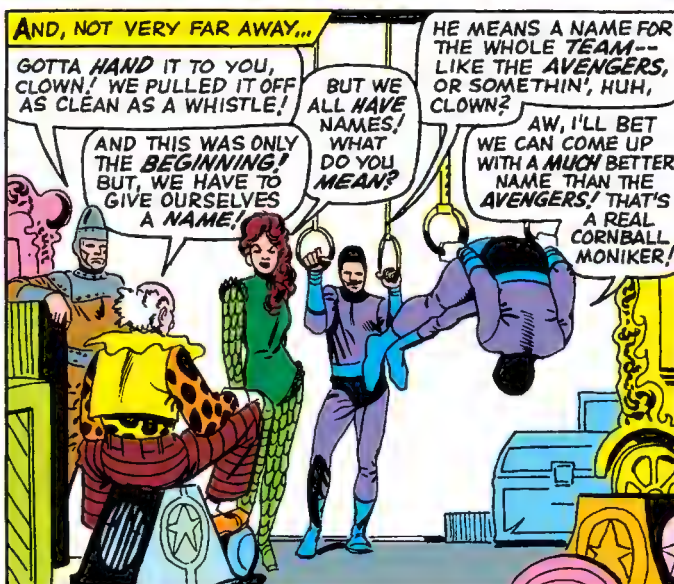




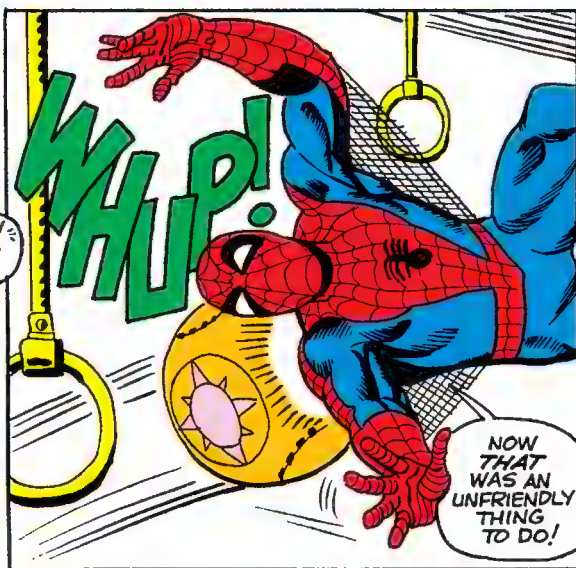
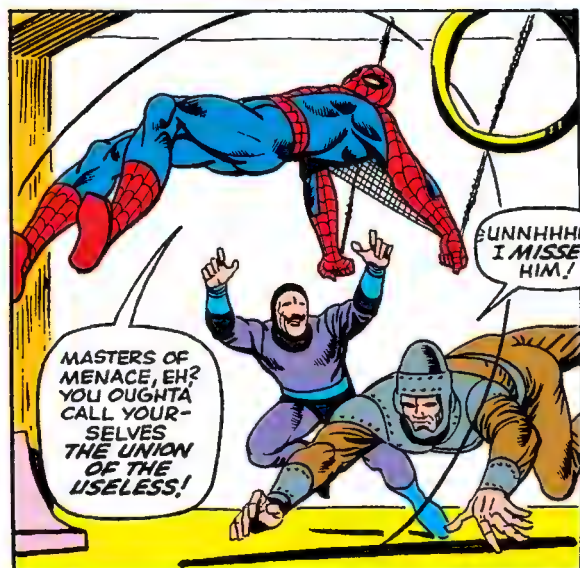
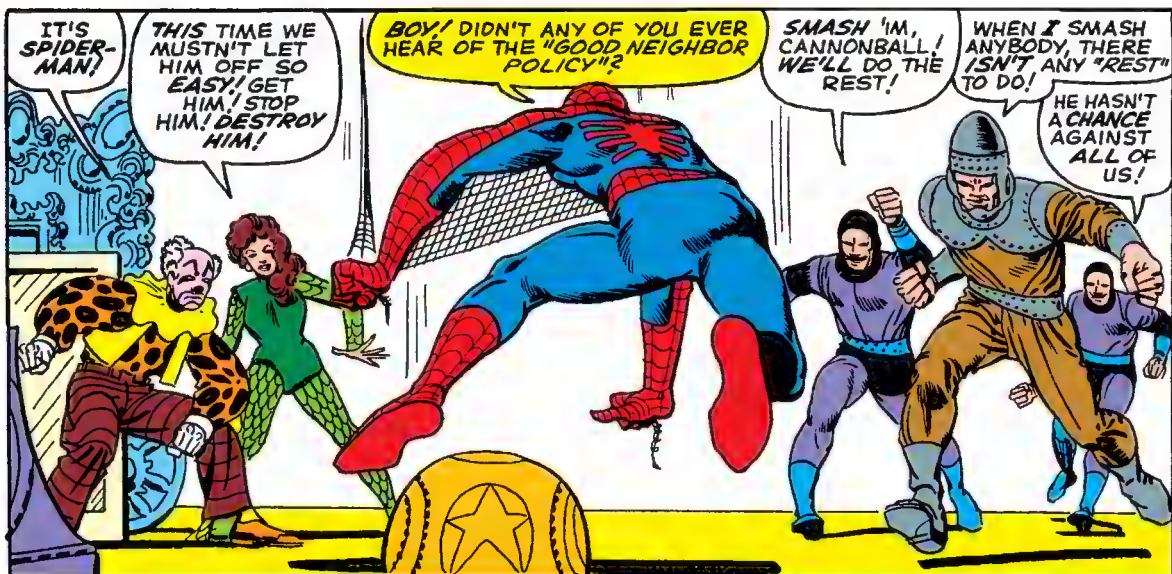




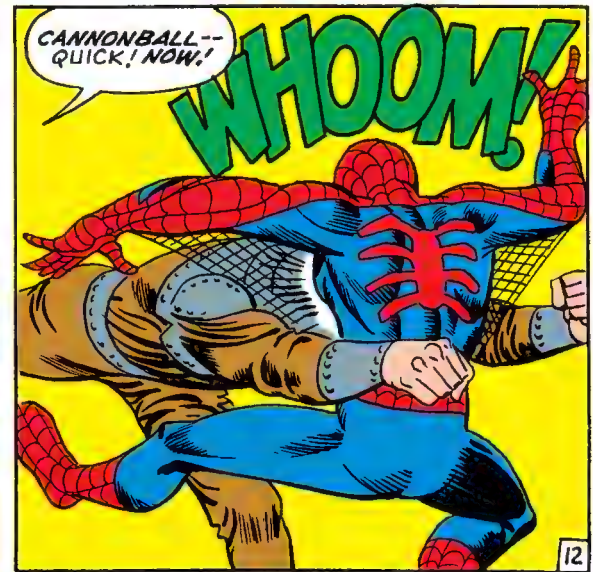
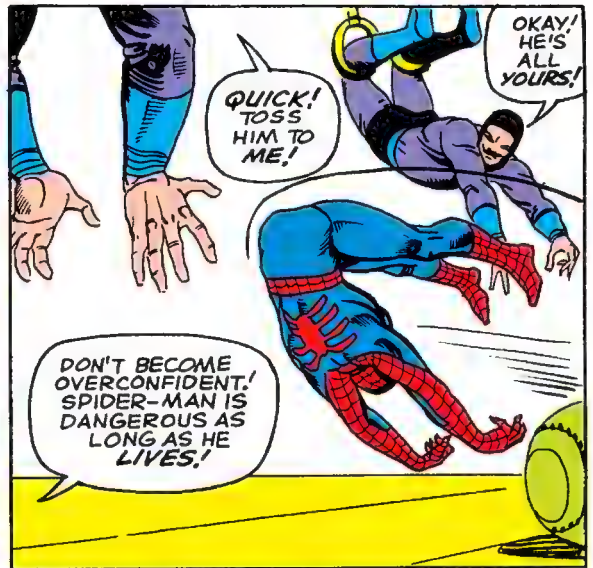




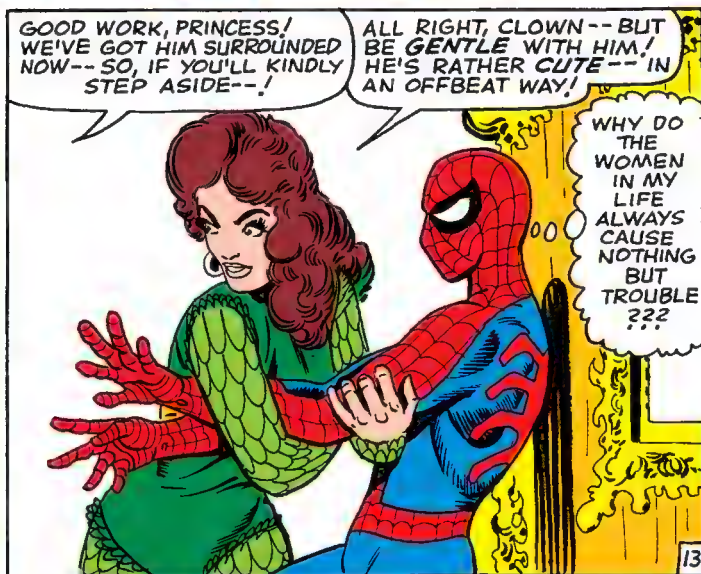
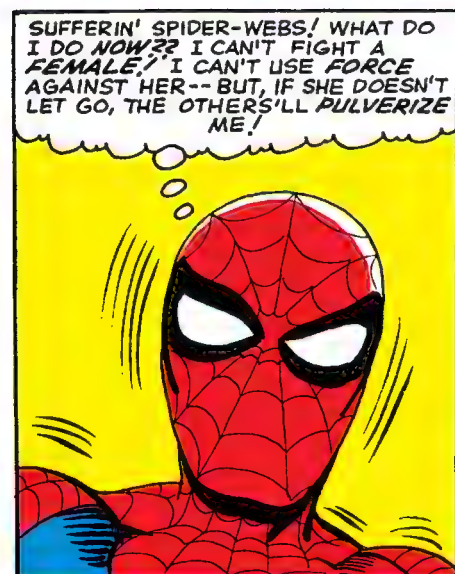
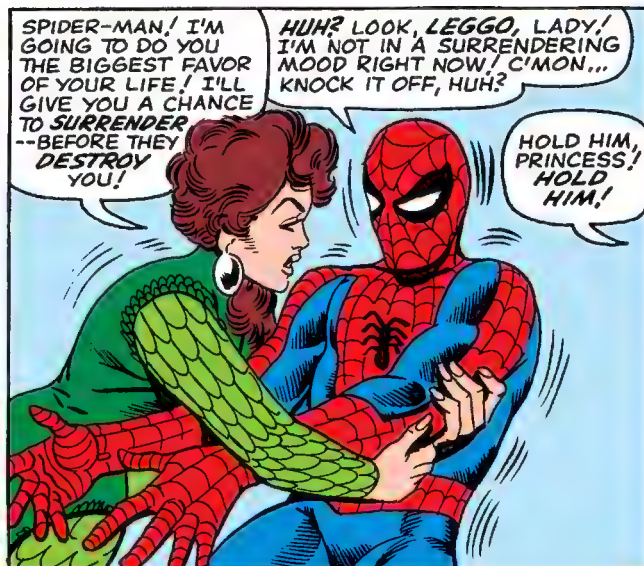










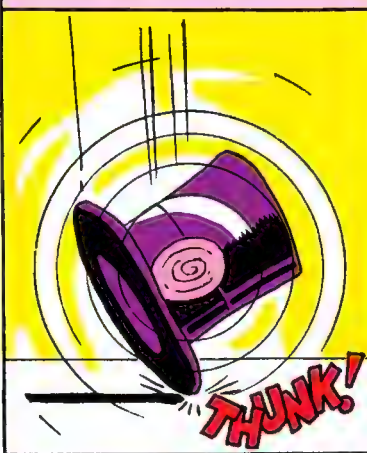




MEANWHILE, BACK AT THE RINGMASTER'S APARTMENT, THE SLIGHTLY SWAYING HYPNOTIC HAT CONTINUES TO HOLD HIM IN ITS SPELL...



BUT, NOTHING LASTS FOR- EVER-- NOT EVEN THE ADHESIVE WEBBING OF AMAZING SPIDER-MAN! THUS--SUDDENLY--



AND SO, SLOWLY-- SINISTERLY-- THE GLEAM OF INTELLIGENCE BEGINS TO RETURN TO THE COLD, MALEVOLENT EYES OF THE RINGMASTER!



WHILE, IN A QUIET HOSPITAL ROOM, BETTY BRANT PATIENTLY KEEPS HER LONELY VIGIL...



AND THEN... HE'S VERY FORTUNATE, MISS BRANT! THE X-RAYS SHOW NO INTERNAL INJURIES! HE SHOULD BE RECOVERING CONSCIOUSNESS BEFORE LONG!



PETER WILL BE GLAD TO LEARN THAT-- BUT, COME TO THINK OF IT-- WHERE IS PETER?? I HAVEN'T SEEN HIM ALL DAY!



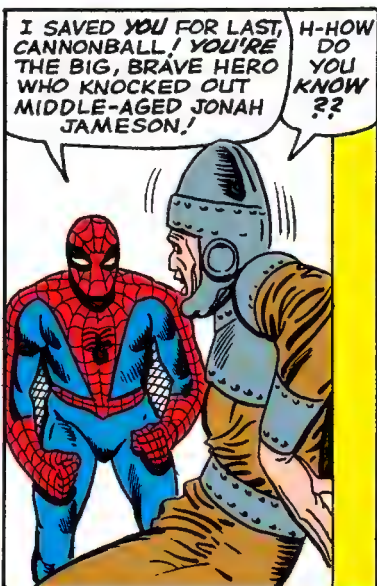
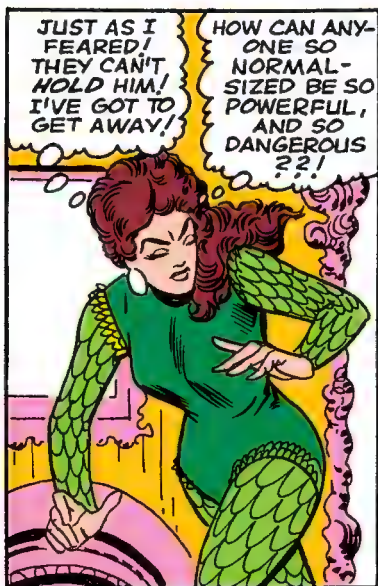
OKAY! THAT'S ENOUGH OF A PAUSE FOR YOU! NOW IT'S TIME TO GET BACK TO OUR WEB-SPINNING BOY WONDER--SO, HERE WE GO--!



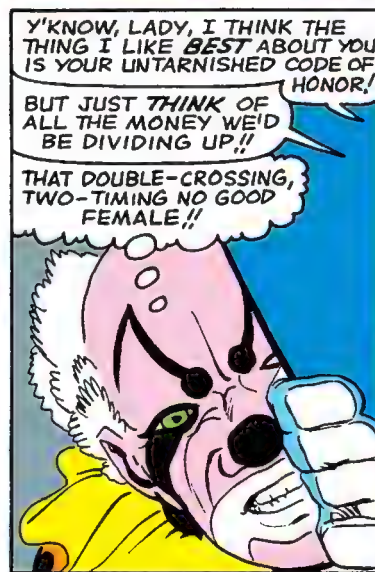
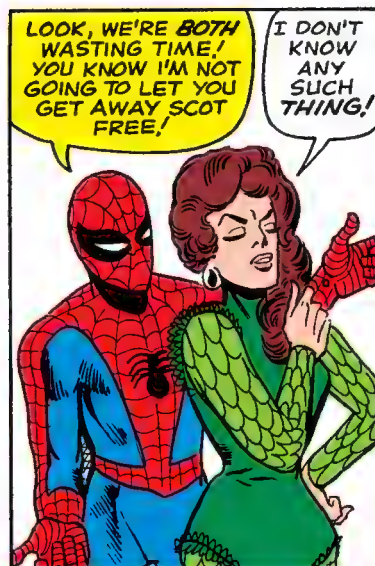
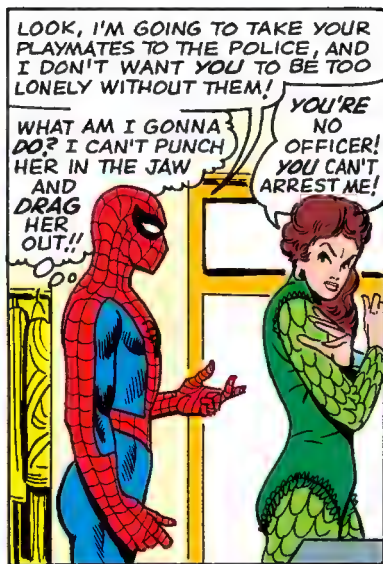
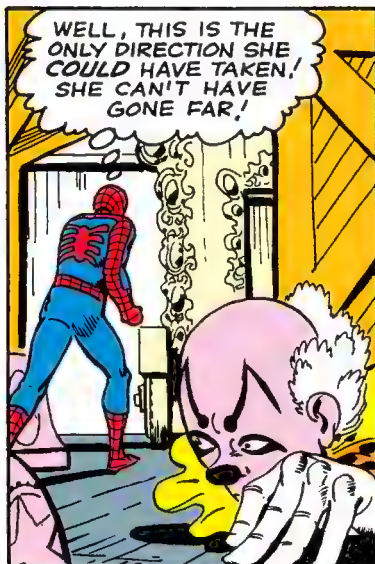
YOU'VE GOT THAT BACKWARDS, BOYS! YOU'VE ALL GOT ME EXACTLY WHERE I WANT YOU, JUST WATCH!



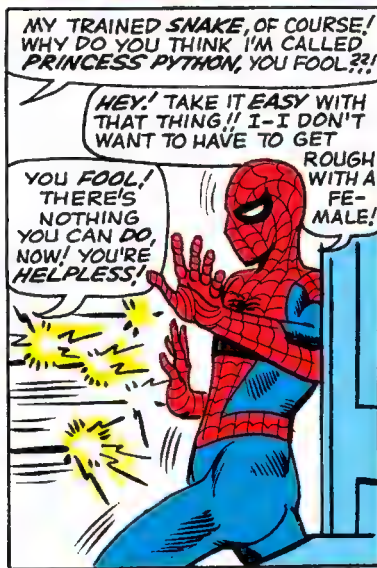
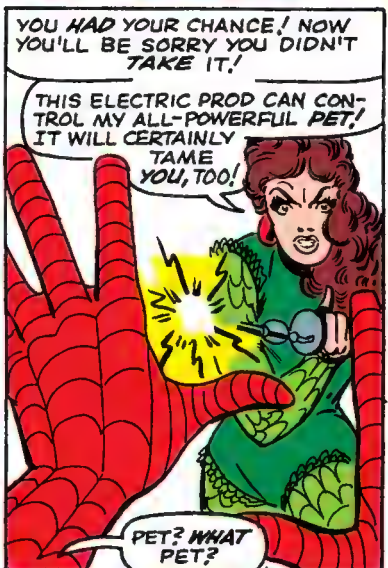
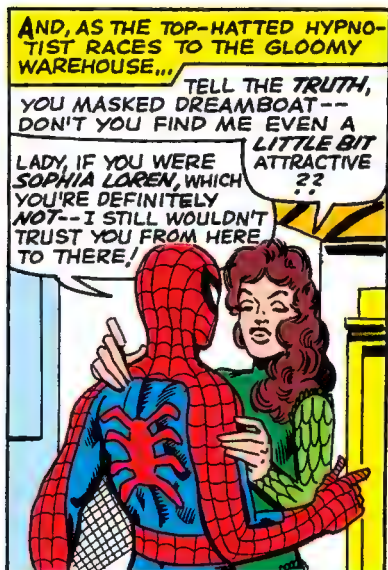




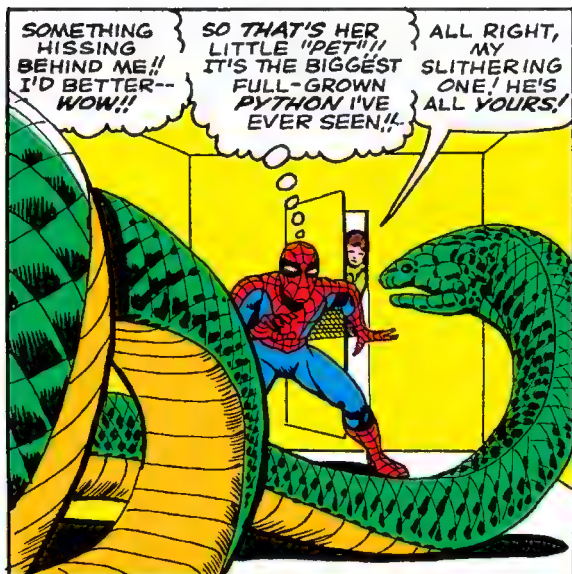








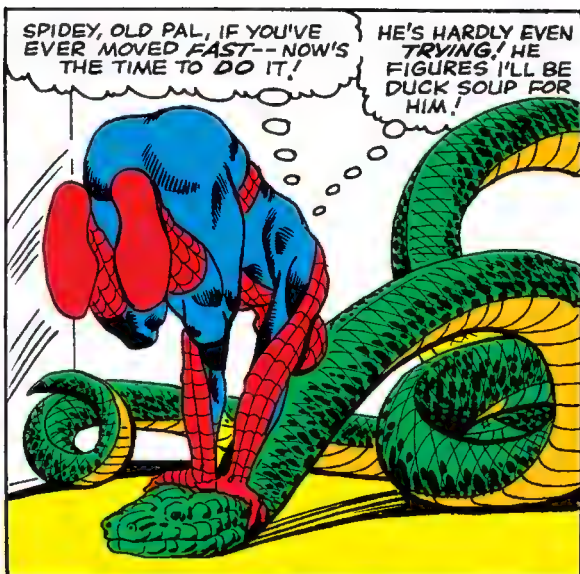




SOMETHING  
HISSING  
BEHIND ME!!  
I'D BETTER--  
WOW!!

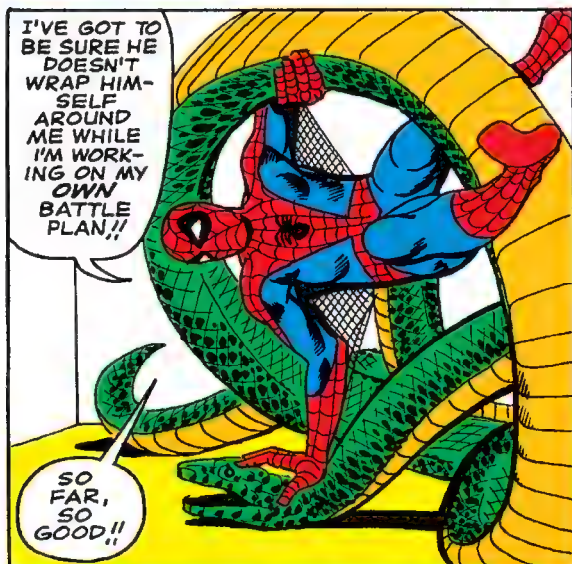
SO THAT'S HER  
LITTLE "PET!!"  
IT'S THE BIGGEST  
FULL-GROWN  
PYTHON I'VE  
EVER SEEN!!

ALL RIGHT,  
MY  
SLITHERING  
ONE! HE'S  
ALL YOURS!



SPIDEY, OLD PAL, IF YOU'VE  
EVER MOVED FAST-- NOW'S  
THE TIME TO DO IT!

HE'S HARDLY EVEN  
TRYING! HE  
FIGURES I'LL BE  
DUCK SOUP FOR  
HIM!



I'VE GOT TO  
BE SURE HE  
DOESN'T  
WRAP HIM-  
SELF  
AROUND  
ME WHILE  
I'M WORK-  
ING ON MY  
OWN  
BATTLE  
PLAN!!

SO  
FAR,  
SO  
GOOD!!



IT'S NOW--OR NEVER! I'VE MANAGED TO  
GET HIS HEAD IN ONE HAND AND THE TIP OF  
HIS TAIL IN THE OTHER! NOW, ALL I NEED  
IS SPLIT-SECOND TIMING, AND AN EXTRA  
PORTION OF PLAIN, ORDINARY LUCK!!



HE'S STARTING  
TO STRUGGLE  
MORE FIERCELY!  
C'MON, OL' SPIDER  
STRENGTH--DON'T  
FAIL ME NOW!!



HOW ABOUT THAT!!  
I'LL BET IT'S THE  
FIRST TIME A SPIDER  
EVER TIED A PYTHON  
INTO A KNOT!! WHAT  
A DANDY PAPER-WEIGHT  
HE'D MAKE!



HOLD ON THERE, PRINCESS!!  
WE HAVE A LITTLE UNFINISHED  
BUSINESS  
TO ATTEND  
TO!

HE-HE'S UNBEAT-  
ABLE!! I'VE GOT TO  
GET AWAY! THERE'S  
NOTHING THAT CAN  
STOP HIM!



AND, JUST AROUND THE CORNER,...

FIRST, I'LL MAKE OFF WITH ALL THE PRICELESS PAINTINGS--AND THEN I'LL RETURN FOR MY REVENGE!!



SAY! DID I HEAR SOMETHING BEHIND ME??

I MUST JUST BE GETTING JITTERY! THERE'S NOBODY THERE-- UHHH!!

I TOLD YOU THAT NOBODY DOUBLE-CROSSES THE RINGMASTER! NOW I'LL TAKE THOSE PAINTINGS, CLOWN!



HAH! SO I WIN AFTER ALL! ONCE I COLLECT THE MONEY FROM THESE MASTERPIECES, I'LL BE ABLE TO HIRE AS MANY UNDERLINGS AS I PLEASE, TO FORM A NEW CIRCUS OF CRIME!



BUT, EXACTLY ONE SECOND LATER,...

DIDN'T EXPECT ME TO FOLLOW YOU, DID YOU, RING-MASTER?

ALL RIGHT, BOYS! RELIEVE HIM OF THOSE PAINTINGS AND HOLD THEM AS EVIDENCE!

OH NO! NOT AGAIN! I CAN'T FAIL AGAIN!!

WHO SAYS YOU CAN'T?



AND, COMING UP FAST IN THE HOME STRETCH, WE FIND...

NO! DON'T TOUCH ME! STAY AWAY! I WON'T GO TO PRISON! I WON'T!



WHAT'S THAT RACKET THERE??

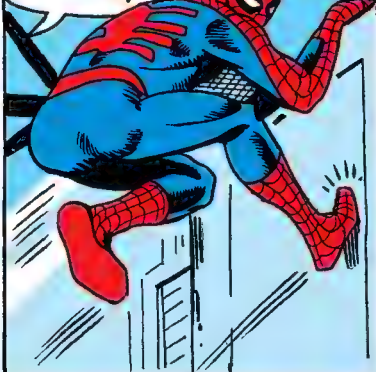
THE POLICE!! THEY'RE IN FRONT OF ME-- AND SPIDER-MAN IS RIGHT BEHIND!!

YOU'RE LUCKY! OTHER GIRLS ARE SITTING HOME TONIGHT, WITH NOTHING TO DO!



I'LL LEAVE HER TO THE LAW! THEY KNOW HOW TO HANDLE BIG, BAD FEMALES LIKE THAT!

WE'VE BEEN LOOKING FOR YOU, PRINCESS! CALL THE PADDY WAGON, BOYS!



I'LL JUST GET A SHOT OF THIS! IT'LL BE THE BEST MEDICINE ANYONE CAN GIVE TO OL' J.J.J.!

I WONDER WHAT THOSE "MASTERS OF MENACE" WOULD SAY IF I ASKED 'EM TO SMILE?!!



AND SO, A SHORT TIME LATER,...

I UNDERSTAND YOU WERE HERE AT THE HOSPITAL WHILE I WAS ILL, MISS BRANT! TOO LAZY TO GO TO WORK, EH??

HE'S AS NASTY AS EVER-- SO I KNOW HE'S ALL RIGHT NOW!

HI, MISTER JAMESON!







PARKER!  
AND  
WHERE  
WERE YOU  
WHEN  
I WAS  
PRACTICALLY  
AT DEATH'S  
DOOR??

YES, PETER--WHERE  
HAVE YOU BEEN??

AW, I KNEW  
YOU'D BE  
OKAY, J.J.!  
AFTER ALL,  
YOU WERE  
ONLY HIT ON  
THE HEAD!



I THINK  
THAT  
REMARK  
WAS IN  
VERY  
POOR  
TASTE,  
MR.  
PARKER!

YEAH!  
WE'RE  
GOING TO  
MISS  
YOU  
AROUND  
THE  
PAPER,  
JUNIOR!

NO, YOU'RE  
NOT, J.J.!  
NOT AFTER  
YOU SEE  
WHAT I'VE  
GOT FOR  
YOU!



OF COURSE, I COULD ALWAYS  
SELL THESE EXCLUSIVE PIX  
OF THE MASTERS OF MENACE  
TO ANOTHER NEWSPAPER!

WHAT??! YOU MANAGED  
TO GET PICTURES OF THE  
CLOWN AND HIS GANG??  
LET ME SEE THEM--  
QUICK!



PARKER, YOU'RE A WIZARD! THESE  
SHOTS ARE FRONT PAGE STUFF!!  
THEY SHOW THE CAPTURE OF THE  
ENTIRE GANG! HEY, WHAT'S THE  
MATTER??

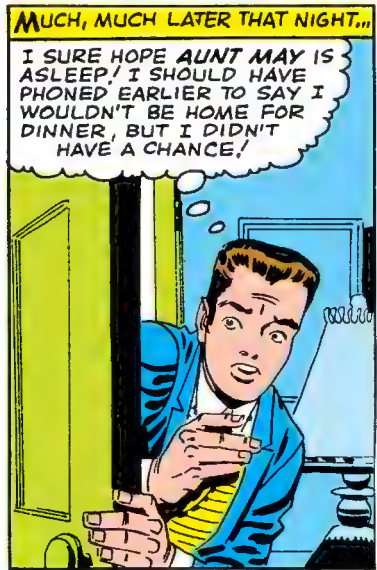
EVERYTHING WOULD  
HAVE BEEN PERFECT  
EXCEPT--THE PAINT-  
INGS WERE RECOVERED!  
NOW WE'LL HAVE TO  
LOOK AT THEM AGAIN!



COME ON! WHAT ARE WE STAND-  
ING AROUND FOR? WE'VE GOT AN  
EXTRA TO PUT OUT! THEN, WE'VE  
GOT TO PLAN A NEW ART EX-  
HIBIT, RIGHT AWAY, TO CASH IN  
ON THE PUBLICITY!

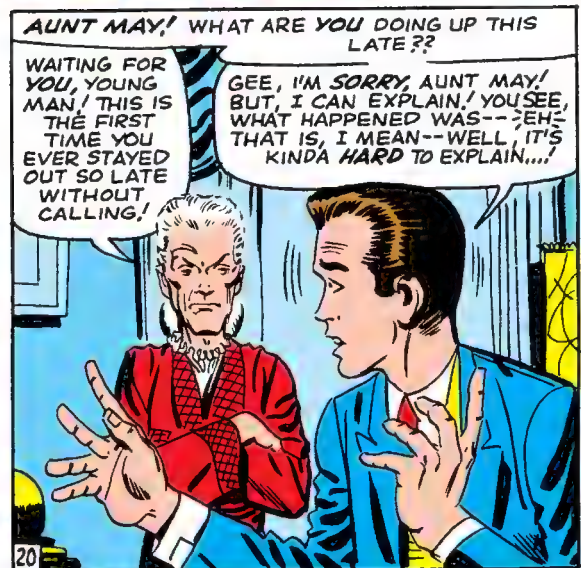
OH, NO!

RIGHT AWAY??



MUCH, MUCH LATER THAT NIGHT...

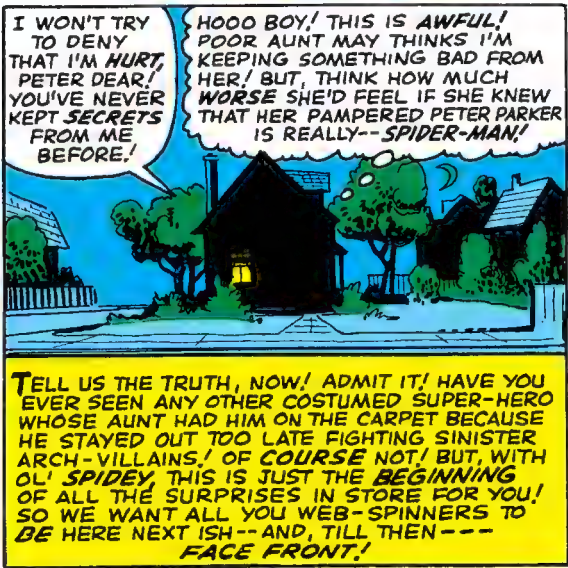
I SURE HOPE AUNT MAY IS  
ASLEEP! I SHOULD HAVE  
PHONED EARLIER TO SAY I  
WOULDN'T BE HOME FOR  
DINNER, BUT I DIDN'T  
HAVE A CHANCE!



AUNT MAY! WHAT ARE YOU DOING UP THIS  
LATE??

WAITING FOR  
YOU, YOUNG  
MAN! THIS IS  
THE FIRST  
TIME YOU  
EVER STAYED  
OUT SO LATE  
WITHOUT  
CALLING!

GEE, I'M SORRY, AUNT MAY!  
BUT, I CAN EXPLAIN. YOU SEE,  
WHAT HAPPENED WAS--ZEH--  
THAT IS, I MEAN--WELL, IT'S  
KINDA HARD TO EXPLAIN....!



I WON'T TRY  
TO DENY  
THAT I'M HURT,  
PETER DEAR!  
YOU'VE NEVER  
KEPT SECRETS  
FROM ME  
BEFORE!

HOOO BOY! THIS IS AWFUL!  
POOR AUNT MAY THINKS I'M  
KEEPING SOMETHING BAD FROM  
HER! BUT, THINK HOW MUCH  
WORSE SHE'D FEEL IF SHE KNEW  
THAT HER PAMPERED PETER PARKER  
IS REALLY--SPIDER-MAN!

TELL US THE TRUTH, NOW! ADMIT IT! HAVE YOU  
EVER SEEN ANY OTHER COSTUMED SUPER-HERO  
WHOSE AUNT HAD HIM ON THE CARPET BECAUSE  
HE STAYED OUT TOO LATE FIGHTING SINISTER  
ARCH-VILLAINS! OF COURSE NOT! BUT, WITH  
OL' SPIDEY, THIS IS JUST THE BEGINNING  
OF ALL THE SURPRISES IN STORE FOR YOU!  
SO WE WANT ALL YOU WEB-SPINNERS TO  
BE HERE NEXT ISH--AND, TILL THEN---  
FACE FRONT!





# SPIDER'S WEB

Please address  
your letters to:  
**THE MARVEL  
COMICS GROUP  
SECOND FLOOR  
625 MADISON AV.  
NEW YORK 10022  
N.Y.**

Dear Stan and Steve:

Bill Dubay, Keith McWalter and Jerry McCall are all wrong in their guesses about who the Green Goblin is. Only Mysterio would think of a costume or weapons like that. I say the Green Goblin is Mysterio. Am I right? When Spider Man tackled those actors, he thought they were criminals. They *would* make a good idea for a Criminal Team. Why don't you have some real criminals dressed like that, attack Spidey? Why does Aunt May have to have such a pointed chin? Why don't you have Spider-Man, Torch, Daredevil and the X-men team up to form a "Super-Teens" group? It would make good reading. Probably, it would also make more headline headaches for Stan. Who did the darkroom work for your pictures in the Marvel Annual? Or who took those pictures? YEESH! We still don't know what half of Vince, all of Stan G. or Marty Goodman look like. Why does that flaming fathead, Torch, have to mess up things every time Spidey's about to capture his foes? When will you give Captain America his own comic? One scene that really got me, in the Spider-Man Annual, was J.J.J. talking to a spider. I figure he really went off the deep end. I especially liked the conversation between two of his employees when they saw him. One good thing about the Annual was those full page panels when Spidey clobbered each nut. Where can I get comics from the Golden Age of Comics? Does the Library of Congress have copies? An avid fan...

Robert Ball, 505 So. Second  
Hugo, Oklahoma

We think they have 'em, Bob, but doubt that they'll sell them! As for the rest of your questions, have a heart! We'd need a fifty-hour day to answer them! But, maybe some of our faithful ol' readers have a few extra minutes—!

Dear Stan and Steve:

Just thought I'd offer a few comments on the SPIDER-MAN ANNUAL #1, which I bought a couple of days ago. The annual contained so many excellent features that I can only go over them briefly. The full page scenes of Spider-Man in action against each member of the Sinister Six plus the gallery of villains were probably the high point of the book, although it would be hard to edge out the other great features. My only disappointment was that the Sinister Six, with all their collective brains and skills, didn't put up a better fight against the web-spinner. Only the Vulture came up with much of a new approach, depriving Spider-Man of his web. You notice that no villain lasted longer than four pages. Even a non-criminal with any sense could see that the evil-doers would have to team up to really get anywhere. But this is only a minor complaint about an otherwise superb effort on your part.

Kenneth S. Gallagher, 1409 Spring Valley Ter.  
Huntington, W. Va.

Thanks, Ken. You're absolutely right about the fact that the Sinister Six should have teamed up to battle Spidey—but, what could we ever do for an encore?

Dear Stan and Steve:

Now you've done it! Now you've gone and done it! In the words of Bashful Benjamin, you're making a nervous wreck out of I'll ol' me! Seriously though, SPIDER-MAN #18 is definitely the most original tale I have ever read, if not the best. I think it takes a lot more skill to write a series of stories illustrating the hero discredited than to write stories in which the hero swashbuckles around winning every battle and piling up honors. I especially liked

the Torch's comment, "I'd rather watch Dr. Doom reading nursery rhymes to the kiddies!" Somehow, the image conjured up by this remark had me in near-hysterics for hours! So please make haste and get #19 out extra quick, or I'm liable to go into a state of advanced shock just waiting! Yours pending #19's arrival.

David H. Fenimore, 400 Garden Lane  
Bryn Mawr, Pennsylvania

Well, Davey, by the time this sees print #19 will have come and gone—and we hope you're back to normal by now!

Dear Stan and Steve:

On behalf of the Alpha Tau Kappa Hopeless House Social Protest Squad, it gives me great pride to tell you that Spider-Man has won the Comic Excellence Award for 1963-64. It was the feeling of all the S.P.S. members that Spider-Man's wit, actions, and graphic representations were vastly superior to those of any other candidates. The award, which is kept at Hopeless House, has been inscribed with Spider-Man's name and web, and Spider-Man himself has been made a member of the S.P.S.! Congratulations and keep up the good work!

Ronald R. Matthies, Regent, Alpha Tau Kappa  
674 N. Grove St., Banning, Calif.

Never mind all that jazz, Ronnie! Where's our official membership pin???

## THE MIGHTY MARVEL CHECKLIST

A Line-Up Of Some Of The Marvel-ous Mags On Sale Right Now:  
**FANTASTIC FOUR #36:** At last! Mighty Marvel has created a NEW F.F.I Don't miss the surprise sensation of the season when the FANTASTIC FOUR battles the dazzling, dangerous, dargingly different FRIGHTFUL FOUR!

**AVENGERS #13:** The Avengers have been almost all over, but never have they entered a place with the menace and mystery of "The Castle of Count Nefaria!" It's got that Bela Lugosi-ish flavor!

**DAREDEVIL #6:** And still another team of villains! But this one has a different gimmick! See why D.D. has become a winner in such a short time as you thrill to "The Fellowship Of Fear!"

**THOR #113:** It had to happen! At last the mighty Thor tells Jane his true identity! But, little does he dream it may cost him his life—especially with the grotesque Grey Gargoyle appearing from nowhere!

**STRANGE TALES #130:** Certain to be a sensation! The Torch and the Thing see the Beatless Dr. Strange is defeated by the dread Dormammu! And, we introduce an exciting new artist! **SUSPENSE #63:** The one we've been promising you! Here it is: "The ORIGIN of Captain America!" Nuff said! Plus, another great fantasy-mystery starring the armored Avengers: Iron Man, vs. an unknown phantom!

**ASTONISH #65:** Another fabulous surprise! Wait till you see the NEW Giant-Man! New artist, new costume, but the same Marvel magic! And then you'll follow the incredible Hulk on a thundering rampage behind the iron curtain!

**SGT. FURY #15:** The Howlers find a new mascot on one of their most dangerous missions! If you appreciate the best, don't miss "Too Small To Fight, Too Young To Die!" in the war magazine for people who hate war magazines!

Dear Stan and Steve:

Boyl! And people say you're too big headed. Were they mistaken! They got the wrong part of the body. You guys down there are big-hearted. I think yours is the only comic group that gives free subscriptions to people. I mean that in the last few comics there was a boy who wrote in to



one of your letters sections saying that he was blind and his brother reads him the comics he buys. And out of the clear blue sky you give him a free subscription. I only read two of these cases, but I'm sure there were more that I missed. My father says that these letters are fakes, and that you make them up. But we know differently, don't we? Keep these subscriptions up. It makes a guy feel good to read about your big-heartedness.

Bob Sankner, 109 Pulaski Avenue  
Carteret, New Jersey

**Thanks for the kind words, Bobby! As for these letters being fakes, we almost wish it were true! It would be a lot easier to write these letter pages if we could just make 'em up ourselves!**

Dear Stan and Steve:

Why do you ever-loving, pen-pushing, ink-slopping boys down at Marvel comics hate Spider-Man? In all my life I have never read any magazine which, like yours, makes things tough for its own hero. I have hundreds of comics at home and most of them are Marvel, 'cause they're the best. Every time I get a new SPIDER-MAN comic, he's in worse trouble with the public. Why don't you let him finish at least one fight without being hampered by a sprained ankle, or numb arms and legs? Why can't he just have minor problems like fighting for his life, or simple things like that? Artwork: Probably the greatest and most explicitly enticing bit of workmanship in the world today. Stories: Without a doubt the most original, clever, miraculously offbeat and great in the country's history. Coloring: Coloring like that found only in the great surging rainbows in the galaxy. Spelling: More than likely done with one of the hands of the legendary Gods of Asgard. Editor's Notes: Without a doubt the most informative tid-bits since the invention of the encyclopedia.

Tip Daniels, 971 Bonneville Way  
Tooele, Utah

**And Fans: Wonderful enough to warm an editor's jaded heart!**



Dear Stan and Steve:

I have a question to ask about the artwork in your mags. Who colors the pictures? Is it the penciller or the inker?

Steve Chapman, 330 Skokie Lane  
Glencoe, Illinois

**Glad you asked, Stevey! This has puzzled many people, and the answer is: Neither! Our coloring is done by a fella who specializes just in coloring comic magazines. So, whenever you see colors that don't ring the bell, it really isn't the fault of the penciller or inker. In fact, it usually isn't the colorer's fault, either! Often the engraver, thru no fault of his own, working against time, might misinterpret the colorer's guide! Is that confusing enough for you, pal?**

Dear Stan and Steve:

The latest SPIDER-MAN was great! It had a lot of action in it which is one thing I'm not one bit against! My mom and I had an argument. She says you have your Spider-Man stories written 'way before you put them on the stands. I disagree. Please answer this so I can prove I am right.

George L. Handler, R.R. #1  
Easton Alton, Ill.

**Aw, c'mon, Georgie! You're puttin' us on! It would be a pretty neat trick if we could write our yarns after they're put on the stands, wouldn't it? Tell Mom to go to the head of the class!**

Dear Stan and Steve:

I am 20 years of age and of reasonable intelligence. I attend the Ohio Wesleyan University. I am an English major. I wallow in Dickens, Shakespeare, Keats, Johnson, O'Hara, Shelley, etc., etc. ad nauseum. And I adore Marvel Comics! But let me tell you how I discovered them... While conferring with an honors graduate of Kenyon College (now with the Peace Corps in Bahar, India) he recommended your comics as an antidote to those post Fielding blues! Magnificent! I am your devoted fan and will do my best to spread the word to the stuffy young intellectuals I encounter. Keep up the good work! May I use quotes from various issues in upcoming papers? Proper footnotes, natch.

Wendy Bell, 3643 Tilden St., N.W.  
Washington 8, D. C.

**Sure, honey, quote us to your heart's content! And you can send our diplomas to the same address!**

Dear Stan and Steve:

You took a big chance with SPIDER-MAN #18. The reply could have been "It was a lousy issue, with no plot, no action, nothing!" But your gamble paid off. SPIDER-MAN #18 was the best Marvel issue ever! Quoting you, "The Story We Never Expected To Read!!!" Only the Mighty Marvel Madmen would attempt such an off-beat issue. A truly different tale! The artwork in this issue was simply terrific, except for J. Jonah's smile! (That was a smile!) Especially J. Jonah's cheeks on page 14, panel 2. But SPIDER-MAN #18 is a comic that will go down in comic history!

Howard Kurtz & Ronald Eisentein, 2533 Batchelder St.  
Brooklyn, N. Y. 11235

**Okay by us, fellas—so long as it isn't too far down!**

Dear Stan and Steve:

You call SPIDER-MAN "A web-head"! I think it's Stan that's the "web-head"! Your art work and lettering are the best they have been in a long time; even your plots aren't bad, until the end of the stories! I think you've worn the idea of people hating Spider-Man, and Aunt May's sickness, a little thin. For once, I would like to see Spider-Man come out on top: You're wrong when you assume people quickly forget the good you have done when you make a mistake! As for J.J., he can soak his head in a barrel of water and forget to come up. Another thing I am tired of is Betty always misunderstanding Peter. I think it's about time he cued her in. Congratulations on finally admitting that Torch really likes Spider-Man. They make a great team.

Timothy Scott, 6513-28th Avenue  
Kenosha, Wisconsin

**Or, as jolly Jonah would say: "Yeah, they make a great team all right—of what??"**

## SPECIAL ANNOUNCEMENTS SECTION:

—You're probably wondering where we go from here with Spidey? Well, if it'll make you feel better, we're wondering too! But, by the time we get down to the bottom of this page, we'll probably have something figured out!

—You've probably all mailed your M.M.M.S. coupons by now, as every loyal web-spinner should! Which means you're now a member of the most off-beat, mixed-up marching society this side of Yancy Street! And, if you haven't joined yet, don't worry—we'll still love you! (Although we can't guarantee how the rest of the world will react to your in-judicious decision!)

—By the way, do us a big favor, willya? Much as we flip over your fan mail, try and keep your letters short—please! With all the mail we receive daily, it's becoming virtually impossible to take the time to scan letters which are many pages in length! So say what you want to, but do it in as few words as possible—and give Stan and Steve time to turn out another ish of Spidey! Thanks a heap!

—Ah-ha! We told you we'd figure something out for SPIDER-MAN #23 before we finished! We've decided to bring back one of the most popular new foes Spidey's ever fought—and, as if that's not enough, you'll see ol' Web-Head in action against some real, down-to-earth gun-totin' rootin'-tootin' mobsters and crooks! It'll be fast, furious, and fascinating—and if you miss it, we'll cry ourselves to sleep! So face front, and keep your marching shoes handy!





MARVEL  
COMICS  
GROUP 12¢

# the AMAZING SPIDER-MAN

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

23  
APR.

IND.

DON'T WASTE A MINUTE! YOU'VE GOT TO SEE SPIDEY IN ACTION AGAINST:  
"The GOBLIN And The GANGSTERS!"



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# "THE GOBLIN AND THE GANGSTERS"



WRITTEN IN THE SPELL-BINDING  
STYLE OF **STAN LEE**

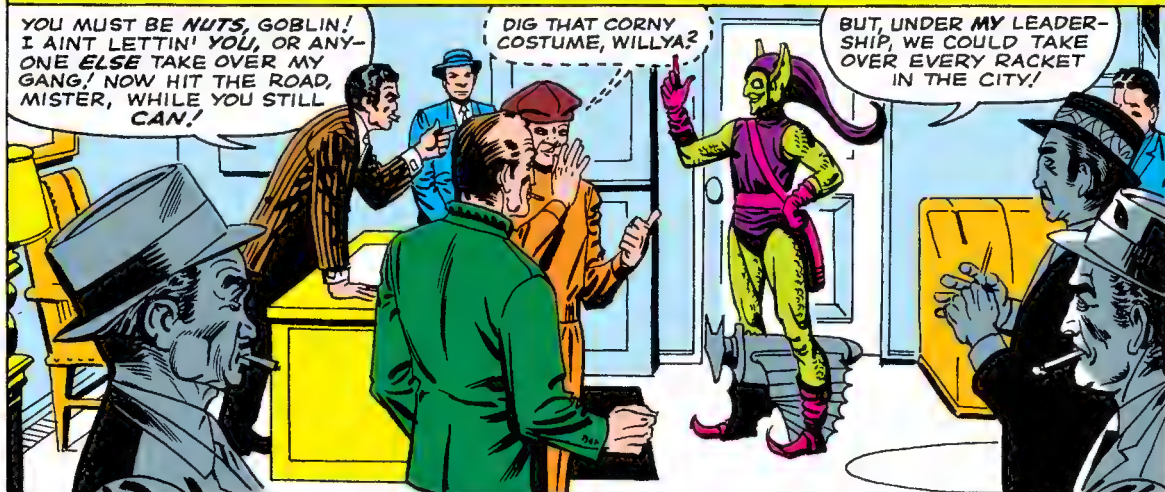
ILLUSTRATED IN THE MAGNIFICENT  
MANNER OF **STEVE DITKO**

LETTERED IN THE FRENZIED  
FASHION OF **ARTIE SIMEK**

DEDICATED TO THE NEW BREED OF  
COMICS MAGAZINE READER-- TO YOU,  
THE MODERN MARVEL FAN, WHO  
WILL ACCEPT NOTHING LESS THAN  
THE *BEST* IN STORY AND ART!



EVERYONE ENJOYS A FAST-MOVING COPS AND ROBBERS STORY! AND, WHEN YOU THROW IN A COSTUMED SUPER-HERO, A COLORFUL SUPER-VILLAIN, AND THE MARVELOUS MARVEL MANNER, IT'S GOT TO BE GOOD! WANT PROOF? JUST TAKE A LOOK---





**SECONDS LATER, ACCOMPANIED BY A REPORTER, THE POLICE OFFICER ENTERS THE OFFICE OF LUCKY LOBO...**

I SAW THE GOBLIN FLY OUT OF YOUR WINDOW, LUCKY! WHAT'S COMING OFF HERE?

NOTHIN'! WE'RE CLEAN, SEE? WE GOT RID OF HIM!



LOOKS LIKE THERE WAS A FIGHT HERE! WHAT A STORY! "GREEN GOBLIN RAIDS MOBSTERS!"

WE'LL GET YOU YET, LUCKY! YOU'LL SLIP UP, SOONER OR LATER!

ME? I'M INNOCENT AS A NEW-BORN BABE!



IT'S GETTIN' TOO HOT IN TOWN, LUCKY! THE COPS KEEP WATCHIN' US LIKE HAWKS!

IT'S ON ACCOUNTA THE GOBLIN! HE'S TRYIN' TO CUT ME OUT, SO HE CAN TAKE OVER!



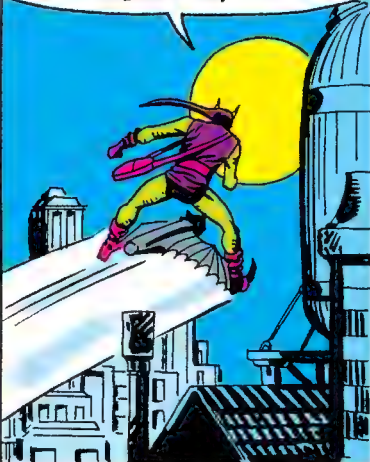
SO FAR, SO GOOD! BUT, NOW I'VE GOT TO SPEED UP MY PLAN! I'M TOO IMPATIENT TO WAIT ANY LONGER!



TAKING OVER LUCKY LOBO'S GANG IS ONLY THE FIRST STEP! AFTER THAT, ALL THE MOBS IN THE CITY WILL FALL INTO LINE! I'LL CONTROL THE ENTIRE UNDER-WORLD!



"THE GREEN GOBLIN, KING OF CRIME," I LIKE THAT! IT HAS A NICE RING TO IT! AND IT'LL HAPPEN SOONER THAN ANYONE SUSPECTS!



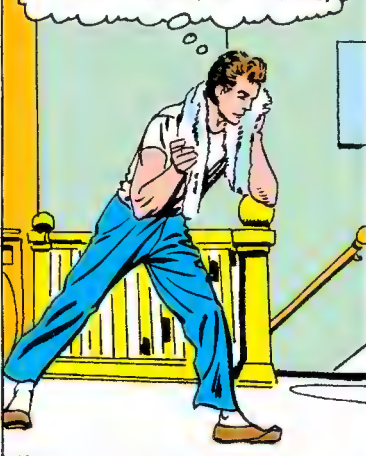
**BUT NOW, LET US BRIEFLY TURN AWAY FROM SUCH SORDID MATTERS, AND VISIT THE QUIET SUBURBAN HOME OF PETER PARKER, THE NEXT MORNING, WHERE WE FIND...**

I'M SURE GLAD IT'S SATURDAY! IT'S A PLEASURE TO SLEEP LATE!

I'LL WASH UP NOW, AND THEN GO DOWN FOR BREAKFAST!



MMMMM! I CAN SMELL THE BACON FRYING! WHILE AUNT MAY'S IN THE KITCHEN, I'LL SLIP MY SPIDER-MAN DUDS ON UNDER MY CLOTHES!

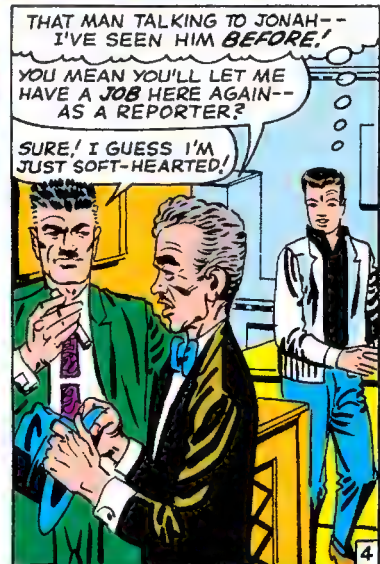
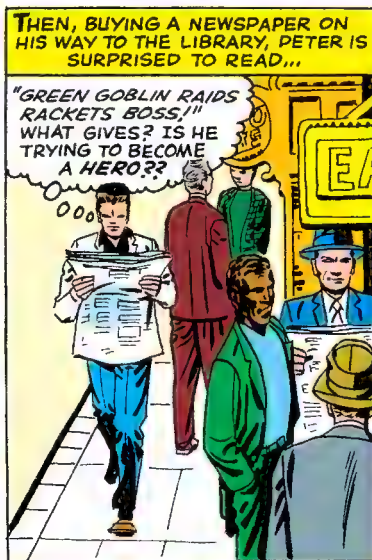
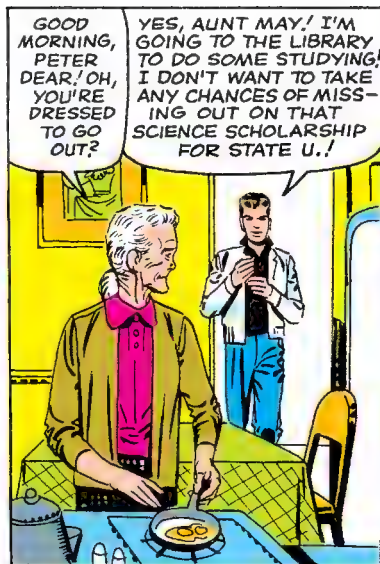


I WASHED MY COSTUME LAST NIGHT, WHILE SHE WAS ASLEEP! IT OUGHT TO BE DRY BY NOW!

GOOD THING WE HAVE AN ATTIC WHERE I CAN HIDE THESE THINGS WITHOUT AUNT MAY FINDING THEM!









**NOW I REMEMBER! IT'S FREDERICK FOSWELL, "THE BIG MAN"! HE MUST BE OUT OF JAIL NOW!**

**WHAT MADE YOU HIRE HIM BACK AGAIN, MR. JAMESON?**

**BECAUSE I BELIEVE IN FORGIVENESS, CHARITY, AND BROTHERLY LOVE!**

**\*SEE SPIDEY #10-- STAN AND STEVE.**

**AND BESIDES, IT'LL BE GOOD FOR MY PUBLIC RELATIONS! IT'LL BUILD UP MY IMAGE AS A LOVEABLE DO-GOODER!**

**THE OLD PHONY! HIS SMILE IS AS WARM AND FRIENDLY AS A RATTLE-SNAKE!**

**NOW THEN, PARKER, WHAT ARE YOU DOING HERE? DID YOU BRING ME ANY EXCITING EXCLUSIVE NEWS PHOTOS?**

**'FRAID NOT, MR. JAMESON. I JUST DROPPED BY TO SEE BETTY BRANT!**

**YOU DID, DID YOU? WADDAYA THINK THIS IS, A LONELY HEARTS CLUB? I HAVEN'T TIME TO WASTE TALKING TO EVERY FOOL TEEN-AGER WHO COMES IN OFF THE STREET!**

**AT LEAST I NOW KNOW HE'S THE REAL J. JONAH JAMESON!**

**OH, THERE'S BETTY NOW!**

**HI, BET! HOW ABOUT A MOVIE TONIGHT?**

**SORRY, PETER! I'LL PROBABLY HAVE TO WORK LATE BECAUSE OF OUR EXTRA EDITIONS ABOUT THE GREEN GOBLIN!**

**OH, THAT'S TOO BAD!**

**ANYTHING ELSE NEW LATELY?**

**WHY DOESN'T SHE MENTION THAT LETTER FROM NED LEEDS?**

**WHY, NO! I GUESS I MUST LEAD A RATHER DULL LIFE, PETER!**

**I KNOW NED, ALSO! YOU'D THINK SHE'D HAVE MENTIONED HEARING FROM HIM! PERHAPS THERE'S MORE BETWEEN THEM THAN I THOUGHT!**

**OKAY, BET-- I'LL CHECK WITH YOU LATER!**

**SO LONG, PETER!**

**OH DEAR! I FORGOT TO TELL HIM ABOUT NED'S LETTER!**

**WELL, IT'S TOO LATE NOW! I'LL MENTION IT TO HIM SOME OTHER TIME!**

**MEANWHILE, AS PETE LEAVES THE BUILDING...**

**THERE'S FOSWELL, ACTING REAL CHUMMY WITH A SHADY-LOOKING CHARACTER!**

**HE MIGHT JUST BE ON THE TRAIL OF A STORY --AND THEN AGAIN, IT COULD BE SOMETHING MORE THAN THAT!**



BEFORE HIS ARREST AS "THE BIG MAN", FOSWELL WAS THE KINGPIN OF THE RACKETS! HE COULD BE PLANNING TO TAKE OVER AGAIN!

SPIDER-MAN BETTER FOLLOW HIM!

BUT, QUICKLY REACHING THE PRIVACY OF A NEARBY ALLEY, THE AMAZING TEEN-AGER FINDS...

BLAST IT! I FORGOT! I LEFT MY COSTUME HOME TO DRY!

AND I CAN'T TAKE THE CHANCE OF GIVING AWAY MY IDENTITY BY GOING INTO ACTION AS PETER PARKER!

SO, A GOLDEN OPPORTUNITY WASTED, BECAUSE OF A WET COSTUME!

HOWEVER, NICE AND COMFY IN HIS SNUG-FITTING DRY COSTUME, THE GREEN GOBLIN IS WASTING NO TIME AT ALL...

I GOT HERE AS SOON AS I COULD! DO YOU HAVE IT?

YEAH! LUCKY DOESN'T SUSPECT A THING! I'D BE KAPUT IF HE KNEW I WAS DOUBLE-CROSSIN' HIM!

HERE'S A COMPLETE LIST OF THE DOUGH HE MADE FROM THE JOINTS HE OWNS! IF THE INCOME TAX BUREAU EVER SEES THIS, THEY'LL JAIL HIM FOR LIFE!

AHHH, JUST WHAT I WANT! WHEN I TAKE OVER HIS MOB, I'LL REMEMBER YOUR SERVICES, MY FRIEND!

PERFECT! NOW, I MUST MAKE SURE THIS LIST IS MADE PUBLIC -- AND I KNOW JUST THE WAY TO DO IT!

LATER, AT THE SWANK MIDTOWN BUSINESS EXECUTIVES CLUB, WE FIND...

THAT WAS A MIGHTY GENEROUS THING YOU DID, JAMESON -- HIRING BACK THAT EX-CONVICT, FOSWELL!

YOU KNOW ME, MERRIWEATHER! I DIDN'T GET MY REPUTATION AS A WARM-HEARTED, GENEROUS, GOOD SAMARITAN FOR NOTHING!

I'M SORRY TO INTERRUPT, MR. JAMESON, BUT ONE OF YOUR EMPLOYEES IS HERE TO SEE YOU! HE SAYS IT'S MOST IMPORTANT, SIR!

DECISIONS! DECISIONS! DECISIONS! THEY CAN'T GET ALONG WITHOUT ME!

ALL RIGHT! ALL RIGHT! DON'T JUST STAND THERE! TELL HIM I'LL BE RIGHT OUT!





YOU! HOW DARE YOU DISTURB ME HERE, FOSWELL??

I THOUGHT YOU'D WANT TO SEE THIS RIGHT AWAY, MR. JAMESON! I GOT IT FROM A STOODIE! A COMPLETE LIST OF LUCKY LOBO'S SECRET FINANCES!



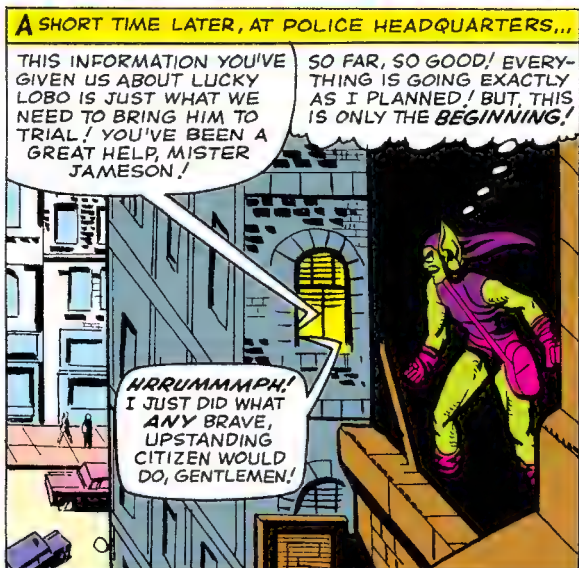
QUICK! LET ME SEE IT!

I DID THIS TO PROVE TO YOU THAT I'M ON THE UP AND UP NOW! THIS INFO' IS ENOUGH TO PUT LUCKY OUT OF CIRCULATION FOR GOOD!



GOOD WORK, FOSWELL! A SCOOP LIKE THIS WILL PUT MY PAPER ON THE MAP! AND IT'LL CEMENT MY REPUTATION AS A CRUSADING, PUBLIC-SPIRITED CITIZEN!

I THOUGHT YOU'D LIKE IT!



A SHORT TIME LATER, AT POLICE HEADQUARTERS,...

THIS INFORMATION YOU'VE GIVEN US ABOUT LUCKY LOBO IS JUST WHAT WE NEED TO BRING HIM TO TRIAL! YOU'VE BEEN A GREAT HELP, MISTER JAMESON!

SO FAR, SO GOOD! EVERYTHING IS GOING EXACTLY AS I PLANNED! BUT, THIS IS ONLY THE **BEGINNING!**

WRRUMMPH! I JUST DID WHAT ANY BRAVE, UPSTANDING CITIZEN WOULD DO, GENTLEMEN!



ALERT THE SPECIAL FORCES SQUAD! FOLLOW OPERATION R FOR **RAID!** I WANT EVERY ONE OF THE PLACES ON THAT LIST CLOSED UP AND ALL THE FINANCIAL RECORDS IMPOUNDED!

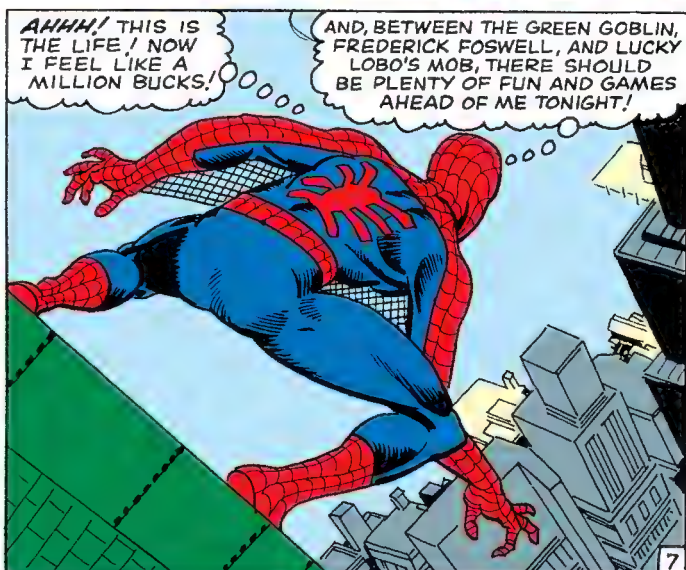
IF THE MAYOR DECIDES TO GIVE ME A CITATION AT CITY HALL, I'LL TRY TO BE MY USUAL MODEST SELF! I WOULDN'T WANT PEOPLE TO THINK MY SUCCESSSES ARE GOING TO MY HEAD!



AND NOW, BACK TO PETER PARKER AGAIN...

MY COSTUME'S DRY AT **LAST!** MMMM, I DID A PRETTY GOOD JOB ON IT! IT'S REAL CLEAN AND SWEET-SMELLING!

CHEEEE! I'M BEGINNING TO SOUND LIKE A GUY IN A TV SOAP COMMERCIAL!



AHHH! THIS IS THE LIFE! NOW I FEEL LIKE A MILLION BUCKS!

AND, BETWEEN THE GREEN GOBLIN, FREDERICK FOSWELL, AND LUCKY LOBO'S MOB, THERE SHOULD BE PLENTY OF FUN AND GAMES AHEAD OF ME TONIGHT!



THEN, BEFORE VERY LONG, THE SOUND OF WAILING SIRENS ATTRACTS OUR FRIENDLY NEIGHBORHOOD SPIDER-MAN...

SPEEDING POLICE CARS! SOMETHING MUST BE UP! I'D BETTER FOLLOW!

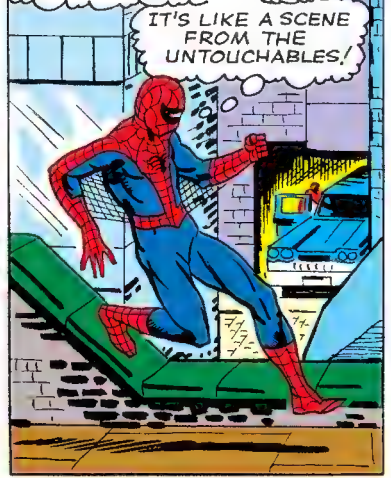


IT'S A RAID! MAYBE I CAN GET SOME GOOD PHOTOS TO SELL TO JAMESON!



UH OH! THOSE JOKERS ARE TRYING TO MAKE A GETAWAY THRU THAT CONCEALED EMERGENCY EXIT!

IT'S LIKE A SCENE FROM THE UNTOUCHABLES!



BUT, INSTEAD OF ELLIOT NESS, THEY'LL HAVE THAT LOVEABLE OL' WEB-SPINNER TO WALTZ AROUND WITH!

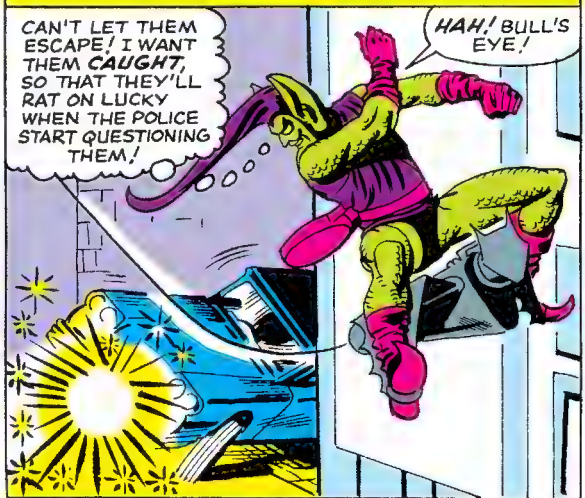
I'M REALLY GONNA ENJOY THIS!



BUT, BEFORE THE EAGER TEEN-AGER CAN LEAP INTO ACTION, ANOTHER COSTUMED FIGURE WHIZZES BY, STOPPING THE GETAWAY CAR IN ITS TRACKS!

CAN'T LET THEM ESCAPE! I WANT THEM CAUGHT, SO THAT THEY'LL RAT ON LUCKY WHEN THE POLICE START QUESTIONING THEM!

HAH! BULL'S EYE!



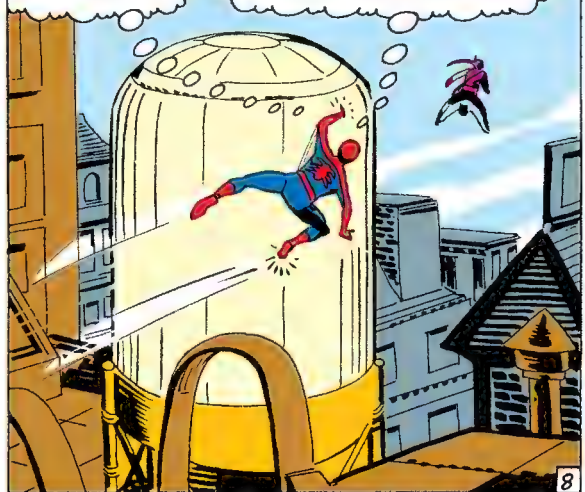
THE GREEN GOBLIN BEAT ME TO THE PUNCH! I DON'T GET IT!!

WHAT WOULD MAKE A CHARACTER LIKE HIM SUDDENLY START HELPING THE POLICE??



WELL, THERE'S ONLY ONE WAY TO FIND OUT!

IT'S TIME FOR FOLLOW THE LEADER AGAIN! AND, READY OR NOT, HERE I COME!





**BUT, THE WILY GOBLIN, EVER ALERT, GLIMPSES THE GRACEFUL, FAST-MOVING FIGURE WHO FLITS ACROSS THE ROOFTOPS BEHIND HIM....!**

THIS IS **REALLY** MY LUCKY DAY! SPIDER-MAN HIMSELF IS FOLLOWING ME!



IT SHOULDN'T BE DIFFICULT FOR ME TO GET THE BUMB-LING COSTUMED FOOL TO DO MY DIRTY WORK FOR ME!



I'LL JUST LEAD HIM TO LUCKY LOBO'S HEAD-QUARTERS-- THEN I'LL DUCK OUT!

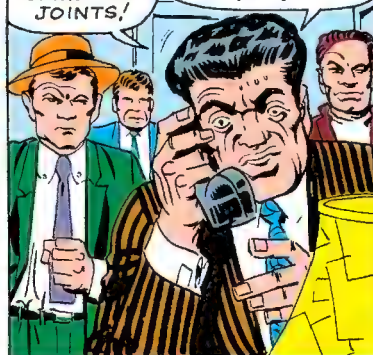
I'LL GIVE SPIDER-MAN AND LUCKY LOBO A CHANCE TO **ELIMINATE** EACH OTHER BEFORE I RETURN TO AND GATHER UP THE SPOILS!



**AND, A SHORT DISTANCE AWAY, THE GANG LEADER BARKS FRENZIED ORDERS TO HIS LIEUTENANTS...**

WE'VE GOT TO LAY LOW-- PULL IN OUR HORNS! WE'LL CLOSE DOWN ALL OUR GAMBLING JOINTS!

HELLO, CHARLIE? TELL THE BOYS TO BURN ALL OUR RECORDS! NOBODY TALKS TO **NOBODY**! I'LL BEAT THIS RAP **YET!**



**BUT, NO SOONER DOES LUCKY HANG UP THE PHONE, WHEN...**

READY TO TURN OVER LEADERSHIP OF YOUR MOB TO **ME** YET, LUCKY?

THE **GOBLIN!** HE'S BEEN **WARNED!** LET 'IM **HAVE** IT!



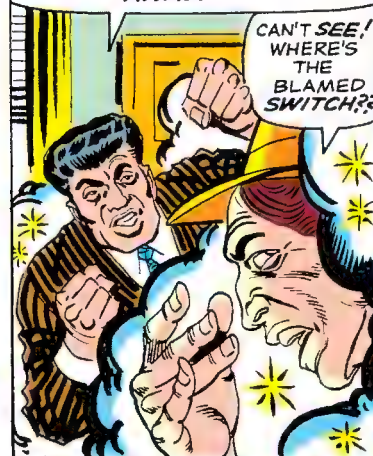
ALAS, MY FRIEND! YOU CAN'T LET ME **HAVE** IT WHEN YOU HAVEN'T **GOT** IT!

**LOOK OUT!** HE'S SHOOTIN' SOME KINDA GAS AT US!



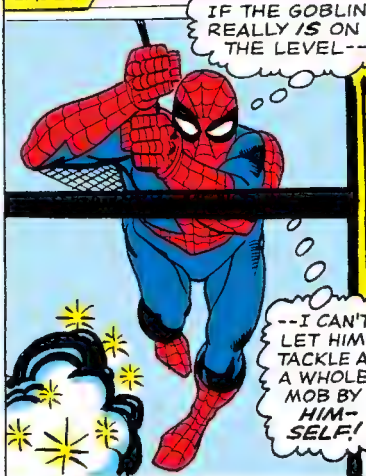
IT'S **NOT** GAS, YOU FOOL! IT'S JUST **SMOKE**, TO CONFUSE US! TURN ON THE AIR CONDITIONER --**QUICK!** DON'T LET HIM GET **AWAY!**

CAN'T SEE! WHERE'S THE **BLAMED** SWITCH??



**BUT, BEFORE THE SMOKE CAN CLEAR, ANOTHER COLORFUL FIGURE MAKES A NEIGHBORLY CALL...**

IF THE GOBLIN **REALLY IS** ON THE LEVEL--

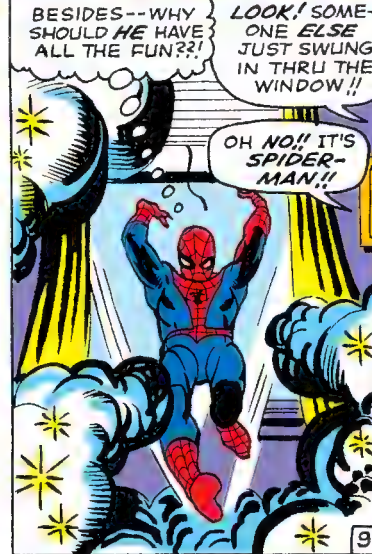


--I CAN'T LET HIM TACKLE A WHOLE MOB BY **HIM-SELF!**

BESIDES--WHY SHOULD **HE** HAVE ALL THE FUN??!

**LOOK!** SOMEONE **ELSE** JUST SWUNG IN THRU THE WINDOW!!

OH NO!! IT'S **SPIDER-MAN!!**





FINALLY, WHEN ALL THE SMOKE HAS CLEARED...

DON'T JUST STAND THERE! RUSH 'IM!

THIS IS ONE FOR THE BOOKS! I COME CHARGING IN TO HELP THE GOBLIN, BUT HE DUCKS OUT, LEAVING ME TO FACE LUCKY'S MUSCLE-MEN BY MYSELF. OH WELL, LIVE AND LEARN!



WE'LL ALL TACKLE HIM AT ONCE! AFTER WE POLISH HIM OFF, WE'LL CLAIM IT WAS SELF-DEFENSE!

THAT'S IT, YOU UNSUSPECTING FOOLS--FIGHT! FIGHT TO THE FINISH! WHEN YOU'RE DONE, THE GREEN GOBLIN WILL BE THE REAL WINNER!



I'LL BE HAPPY TO OBLIGE YOU, GENTS-- BUT, LET'S PUT THOSE BLASTERS AWAY! AFTER ALL, YOU WOULDN'T WANT TO DISTURB YOUR NEIGHBORS, WOULD YOU?

C'MON-- WE DON'T NEED OUR RODS! WE CAN-- MMPPPPFF--!!

SORRY TO INTERRUPT, CHUM, BUT IT MAKES ME NERVOUS TO HAVE PEOPLE TALKING BEHIND MY BACK!

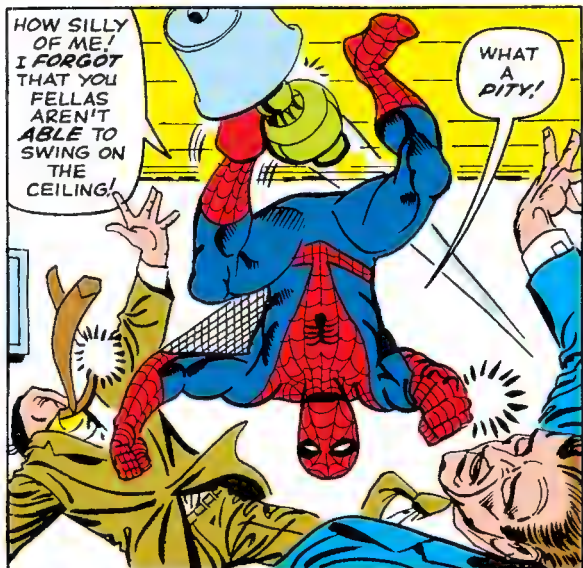
IT'S GETTING KINDA STUFFY DOWN THERE! WHY NOT JOIN ME UP HERE WHERE THERE'S MORE ROOM?



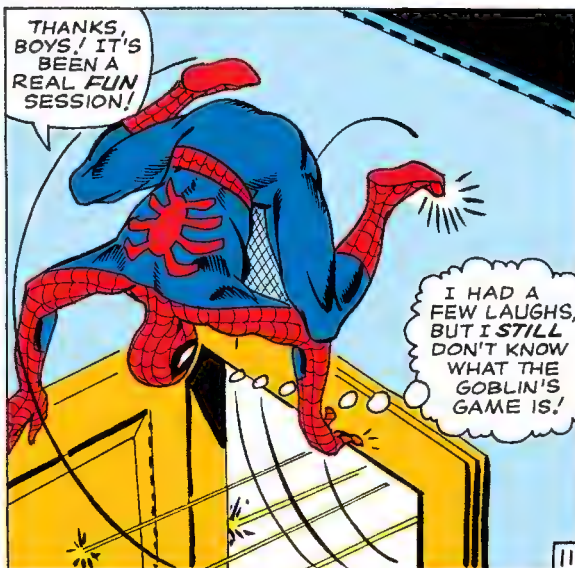
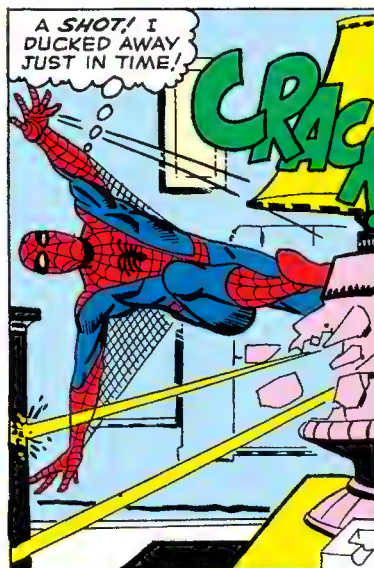
HOW SILLY OF ME! I FORGOT THAT YOU FELLAS AREN'T ABLE TO SWING ON THE CEILING!

WHAT A PITY!

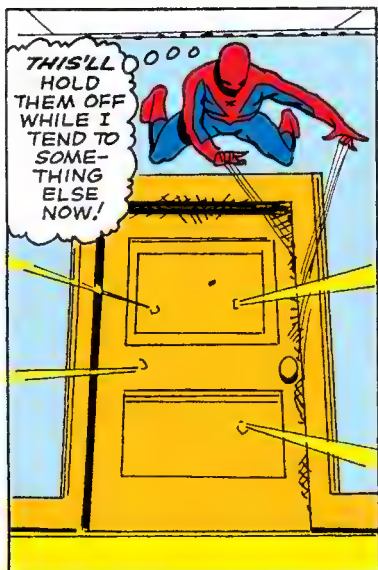
I WISH YOU BOYS WOULD BE MORE CAREFUL! YOU'RE LIABLE TO SKIN MY KNUCKLES WITH THOSE HARD CHINS OF YOURS!











THIS'LL HOLD THEM OFF WHILE I TEND TO SOMETHING ELSE NOW!



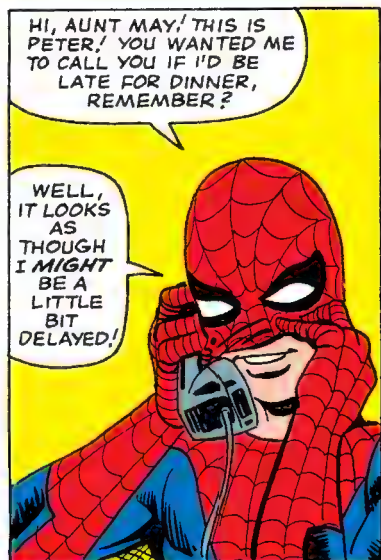
AND, ON THE OTHER SIDE OF THE DOOR...

HE TRAPPED HIMSELF! THERE'S NO OTHER WAY OUT OF THAT ROOM!



BUT SPIDEY ISN'T SEEKING A WAY OUT! INSTEAD...

A TELEPHONE! JUST WHAT I NEED...



HI, AUNT MAY! THIS IS PETER! YOU WANTED ME TO CALL YOU IF I'D BE LATE FOR DINNER, REMEMBER?

WELL, IT LOOKS AS THOUGH I MIGHT BE A LITTLE BIT DELAYED!



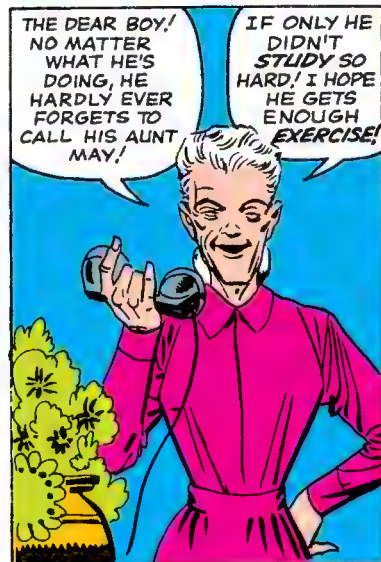
I'M SO GLAD YOU DIDN'T FORGET TO CALL! NOW I WON'T PUT THE POTATOES IN THE OVEN YET!

ARE YOU DRESSED WARMLY, DEAR? IT'S GETTING A BIT COLDER OUT NOW!



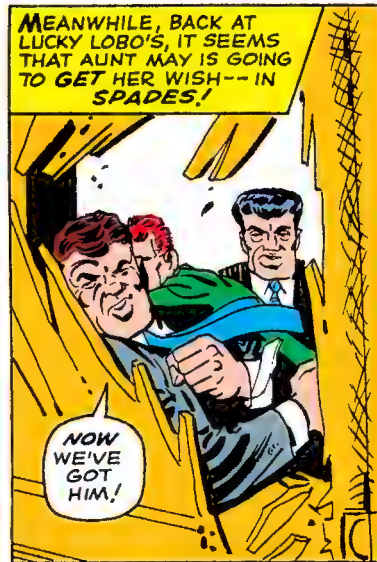
SURE, I'M FINE! I'M REAL WARM AND SNUG RIGHT NOW--DON'T YOU WORRY ABOUT ME, HEAR?

WELL, I HAVE TO HANG UP NOW! I THINK SOMEONE ELSE MIGHT WANT TO USE THE PHONE!



THE DEAR BOY! NO MATTER WHAT HE'S DOING, HE HARDLY EVER FORGETS TO CALL HIS AUNT MAY!

IF ONLY HE DIDN'T STUDY SO HARD! I HOPE HE GETS ENOUGH EXERCISE!



MEANWHILE, BACK AT LUCKY LOBO'S, IT SEEMS THAT AUNT MAY IS GOING TO GET HER WISH--IN SPADES!

NOW WE'VE GOT HIM!



COME IN, GENTS! I'VE BEEN EXPECTING YOU!

GOT YOUR ARMS RAISED, EH? SO, YOU DECIDED TO GIVE UP--!

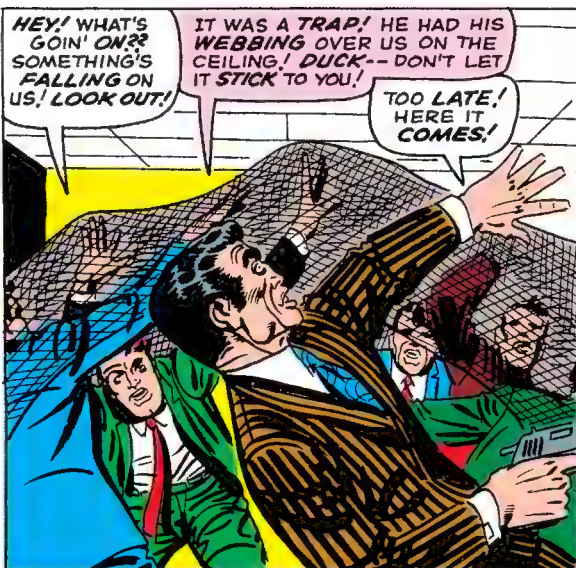




AWRIGHT--  
PUT 'EM  
DOWN--REAL  
SLOW--NO  
TRICKS NOW!

I KNEW THEY WOULDN'T THINK TO  
LOOK AT THE CEILING, WHERE MY  
WEBBING IS SUSPENDED! IT'LL  
FALL ANY SECOND!

WHAT ARE WE  
WAITIN' FOR?  
NOBODY  
OUTSIDE CAN  
HEAR ANY  
SHOTS FROM  
IN HERE!



HEY! WHAT'S  
GOIN' ON??  
SOMETHING'S  
FALLING ON  
US! LOOK OUT!

IT WAS A TRAP! HE HAD HIS  
WEBBING OVER US ON THE  
CEILING! DUCK-- DON'T LET  
IT STICK TO YOU!

TOO LATE!  
HERE IT  
COMES!



IT TRAPPED THE  
OTHERS, BUT I'M  
STILL IN THE  
CLEAR!

YOU'RE WARNING  
ME?? THAT'S LIKE  
MICKEY MOUSE  
WARNING KING KONG!

STAY BACK, SPIDER-  
MAN!! I'M WARNING  
YOU!!



WAIT! STOP! DON'T!  
LET--LET'S MAKE A  
DEAL!!

I'D RATHER TEAM UP  
WITH YOU THAN THE  
GOBLIN!

WHAT DO  
YOU MEAN?  
TALK, LOBO!



YOU MEAN YOU  
DON'T KNOW??  
YOU DON'T KNOW  
THE REASON I'VE  
BEEN FIGHTIN'  
THE GOBLIN??

THE PAPERS  
SAY HE'S  
TRYING TO  
HELP THE  
POLICE TO GET  
THE GOODS  
ON YOU!



SURE HE IS! BUT  
ONLY BECAUSE HE  
WANTS TO TAKE  
OVER MY MOB! WITH  
ME OUT OF THE WAY,  
HE FIGURES HE CAN  
BE BOSS OF THE  
UNDERWORLD!

SO, THAT'S  
WHAT IT  
IS, EH?



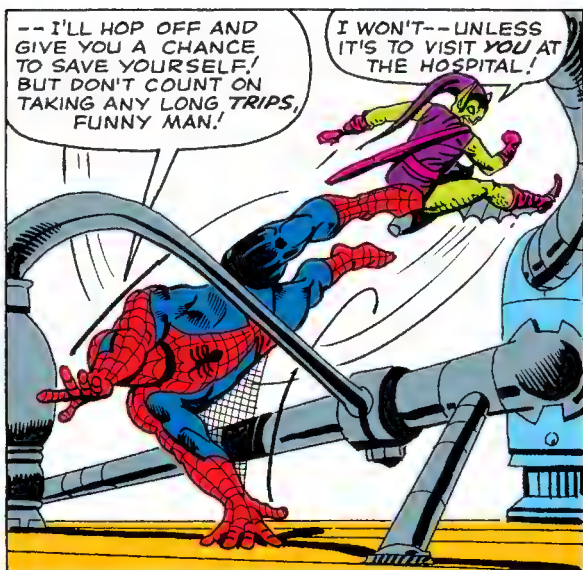
IT'S PRETTY CLEVER OF HIM!  
THE PAPERS WRITE HIM UP LIKE  
A HERO-- THE POLICE THINK HE'S  
HELPING THEM-- AND HE EVEN  
FOOLED ME!

WHILE  
ALL HE  
REALLY  
WANTS IS  
TO TAKE  
OVER THE  
RACKETEER  
HIMSELF!

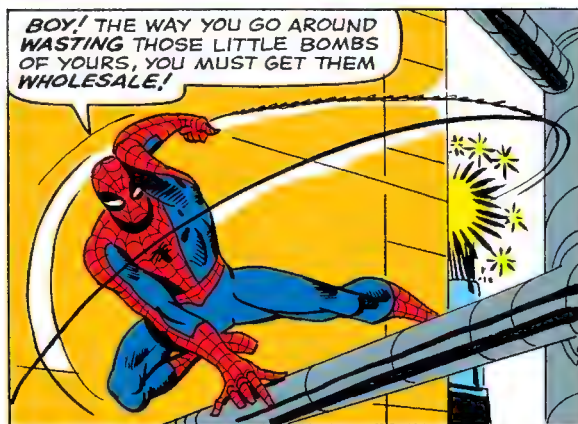
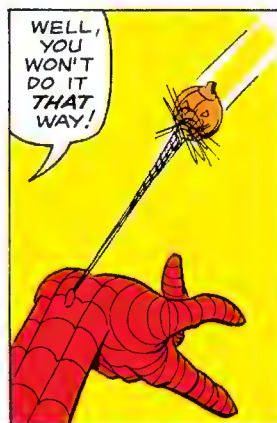




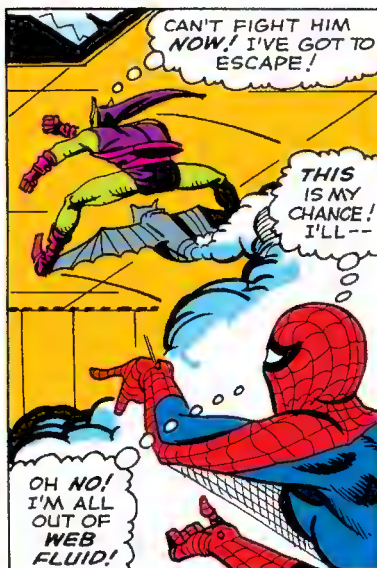
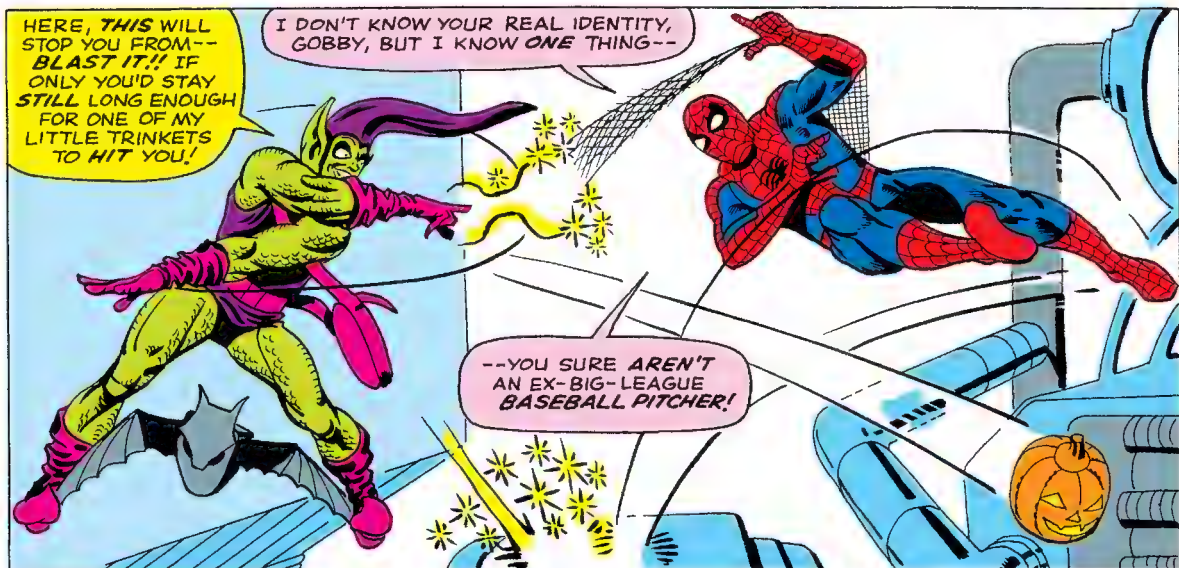
















MEANWHILE, THE GREEN GOBLIN REACHES HIS HIDEOUT A FEW MINUTES LATER...



THEN, WHEN THE HOURLY NEWS PROGRAM IS BROADCAST...

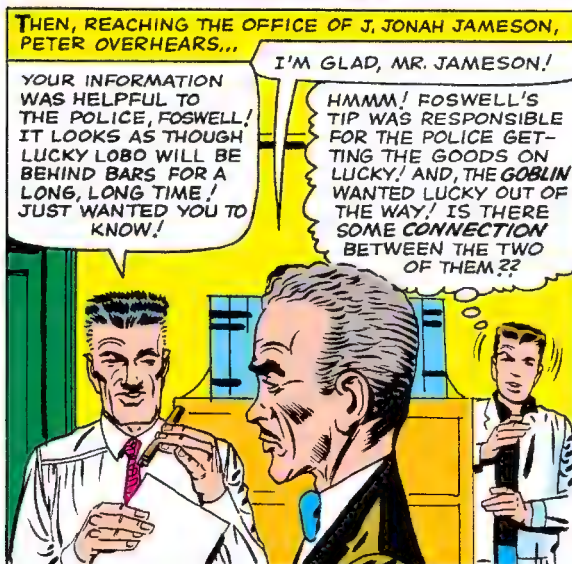
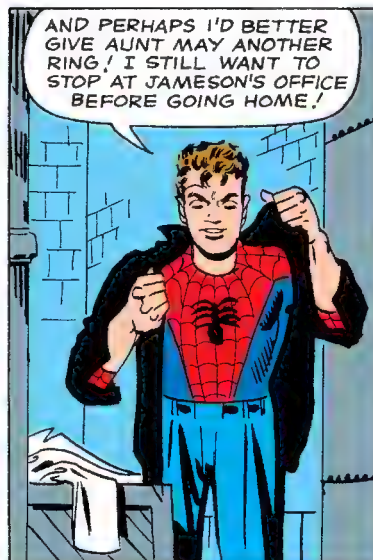
-- IN ONE OF THE BIGGEST HAULS OF THE YEAR, THE POLICE HAVE ARRESTED THE ENTIRE LUCKY LOBO GANG! ACTING ON AN ANONYMOUS TIP, THEY--



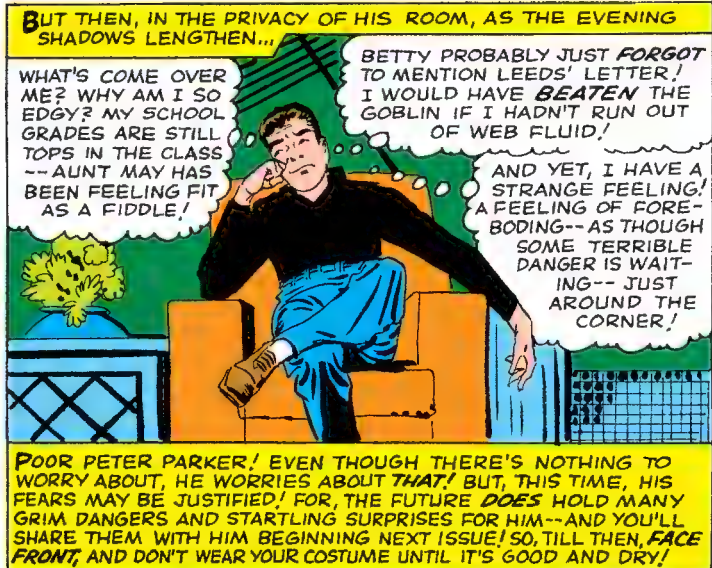
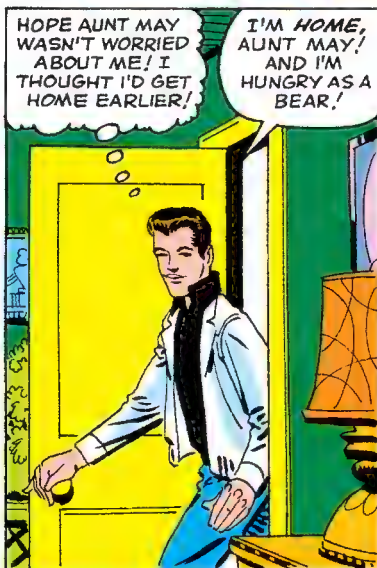
THEN IT WAS ALL A WASTE!! I WAS TOO SUCCESSFUL! IF THE WHOLE GANG IS IN JAIL, I'VE NOTHING TO TAKE OVER! I'M NO BETTER OFF THAN I WAS!













# A MARVEL MASTERWORK







# SPIDER'S WEB

Please address  
your letters to:  
**THE MARVEL  
COMICS GROUP  
SECOND FLOOR  
625 MADISON AV.  
NEW YORK 10022  
N. Y.**

Dear Stan and Steve,

Why do you ever-loving, pen-pushing, ink-slopping boys down at Marvel comics hate Spider Man? In all my life I have never read any magazine which, like yours, makes things tough for its own hero. I have hundreds of comics at home and most of them are Marvel, 'cause they're the best. Every time I get a new SPIDER MAN comic, he's in worse trouble with the public. Why don't you let him finish at least one fight without being hampered by a sprained ankle, or numb arms and legs? Why can't he just have minor problems like fighting for his life, or simple things like that? Artwork: Probably the greatest and most explicitly enticing bit of workmanship in the world today. Stories: Without a doubt the most original, clever, miraculously offbeat and great in the country's history. Coloring: Found only in the great surging rainbows in the galaxy. Spelling: More than likely done with one of the hands of the legendary Gods of Asgard. Editor's Notes: Without a doubt the most informative tid-bits since the invention of the encyclopedia.

Tip Daniels, 971 Bonneville Way  
Tooele, Utah

**And—Fans:** Wonderful enough to warm an editor's jaded heart!

Dear Stan and Steve,

SPIDER-MAN is the best mag you put out, next to the F.F. The art is so bad, it's good! #17 and #18 were very good. I have an idea for you. Put Spidey in College now. Please don't keep him in high school for twenty years for it would take the realism out. After he finished college, give him a job in Tony Stark's weapons factory, or give him the job now instead of having him sell pictures all his life. This job would be the supreme irony for which your mags are so famous. I think that once villains are beaten they really should never come back, because they are interested in more than just Spidey's defeat. I liked the villain in #17 and #18 because he was a civ-villain (civilian, get it?). Don't give Iceman the cold shoulder—let him get beat by Spidey. And Steve, please don't draw your heads so square!

Lenert Olson, 1129 Clarence  
Oak Park, Ill. 60304

**Look, Len—Steve's drawings have helped make Spidey one of Marvel's biggest sellers! So, if sturdy Stevey wants to draw square heads, why stop him? He may even make them fashionable!**

Dear Stan and Steve,

You may be surprised to receive a letter from a parent, but I feel that some comments on your magazines are in order. First, my two children, 5½ and 10½, read most of the comics in the Marvel group and like them. I read them also, in order to have the information with which to answer any questions that might arise. I have found that most of them are intellectually stimulating to my older one since the story lines, while occasionally fantastic, are packed full of facts and ideas that lead on to other lines of inquiry. (Such as a study of Norse mythology, hypnosis, biology—to explain Spider-Man, radiation, history—Sgt. Fury who is still fighting World War II, and others.) When used with discretion, along with other books, plays, movies, and TV, your magazines fill a useful niche. My son is learning to read from them as well as other books. I was particularly impressed by SGT. FURY #6 in which bigotry and discrimination were discussed. It led to a greater explanation of anti-Semitism, the reasons why Kennedy was concerned over the fact that his election might have been affected by his being a Catholic, the current prominence of Freedom Riders, CORE, demonstrations for

Negro rights, etc. Again I say, your group seems to maintain a high standard of creativity, and while I am not an indiscriminate purchaser of only comics, they seem to be good with much that is useful, pleasurable and entertaining.

Mrs. Rhoda Katerinsky, 1210 Sutter Ave.  
Brooklyn, N. Y. 11208

Many thanks, Ma'am, and we hope that SGT. FURY will reciprocate by printing a letter saying something nice about SPIDER-MAN, the way we just printed your letter which seems to be mostly about theARGE!

Dear Stan and Steve,

We are Boy Scouts, and old fans of yours. We would like to rename our patrol the "Amazing Spider-Man Patrol"—with your permission, of course. We are in the American troop 184, London, England.

Woody Walker, U.K. Comm. RGN. Box 541  
APO 09125, New York, N. Y.

Permission granted, Woody! We're very flattered! And, we suppose while most troops are practicing slip knots and rubbing sticks together, you guys will be studying your ceiling-walking, and web-spinning!

## THE MIGHTY MARVEL CHECKLIST

A Line-Up Of Some Of The Marvel-ous Mags On Sale Right Now!

**FANTASTIC FOUR #37:** For sheer spectacle and imaginative fantasy, you won't want to miss "Behold! A Distant Star!" in which the world's top super-team finds undreamed-of dangers on a faraway star! It's sheer Marvel magic!

**AVENGERS #14:** Another off-beat sensation for the world's mightiest costumed heroes! This one takes them to the farthest reaches of earth, pitting them against a menace like none they have ever fought before! You'll love it!

**X-MEN #10:** Possibly the greatest X-MEN saga of all time, introducing a fabulous character who will take your breath away! This one is so terrific that it'll make you realize why we simply can't produce an issue faster than every two months!

**THOR #114:** The mighty Thunder God finally battles a foe who is every bit as powerful as Thor himself! In fact, in some ways, our newest villain actually has the advantage! This one's a shocker!

**STRANGE TALES #131:** See why all of comicdom is talking about Bob Powell's takeover of the Torch/Thing strip. This talented whiz really makes them live! And Doctor Strange is still on the run! Two action-packed thrillers!

**SUSPENSE #64:** Wait till you see the new Black Widow, a new super-power and a captivating costume! Then, add the ever-popular Hawkeye, and put them both against the dramatic Iron Man! You'll also see Captain America and Bucky battling two menaces from the past! What more can we say!

**ASTONISH #66:** A real surprise is in store for you when Giant-Man is trapped by the awesome Madam Macabre! And wait till you see the Wasp fighting for their lives; Top it all off with the latest Hulk rampage behind the iron curtain! Wow-EEE!

**SGT. FURY #16:** This one will clearly demonstrate why the Howling Commandos are the most popular, most talked-about war mag heroes in the world today! It features our own brand of batty battling action in the mysterious tinderbox of North Africa! It's got everything!

Dear Stan and Steve,

Most of the letters I've read in Spider-Man's mag have been from boys. I thought I'd write to give you my point of view from the female angle. I don't think you are



giving Betty true-to-life female characteristics. Sooner or later she will have to admit that she's in love with Peter Parker! If she doesn't, he will never know that she feels the same way about him as he feels about her. As for blonde Liz Allen, if she wants to flirt with Pete, shouldn't she wait until Flash and Betty aren't around? Flash could beat Pete up and she will find herself without any girl friends if her attitude doesn't change. Pete's aunt needs to be a little more understanding if she's to reflect gracefully on our senior citizens. Of course, Peter will also have to learn to say "no" to his aunt unless he desires to remain tied to her apron strings. I'd love to hear from other fans, even those who disagree with my ideas on the characters in SPIDER-MAN. I should add that the comic is well illustrated and that I enjoy Spider-Man performing his feats.

Sandee Griffith, 4391 Byesville Blvd.  
Dayton, Ohio 45431

**Glad to have you with us, Sandee! And, as Harry Golden would say—Enjoy, enjoy!**

Dear Stan and Steve,

The SPIDER-MAN stories you print always have the same theme. In issue 2, 3, 4, 5, 6, 7, 9, 12, 13, 15, and 17 the plots were the same. Spider-Man would fight the villain, be seemingly defeated, go and attend to his Peter Parker activities for awhile, and go back to beat the villain. The thing I don't understand is why the stories seem so new and entertaining with the same old plots! I guess it's because they're written by Stan Lee. By the way, I read a magazine called MONSTERS TO LAUGH WITH containing various photos from different monster movies each with its own hilarious caption. It was written by our own Stan Lee, and is a must for any loyal Marvel madman!

Pete von Sholly, Qtrs. 34  
Aberdeen Proving Ground, Md. 21005

**And that means everybody, eh Pete? Well, ish #3 of M.T.L.W. is on sale now, and that's all we're gonna say about that clever, rib-tickling, original, exciting, fast-selling mag — because you know us — we never boast!**

Dear Stan and Steve,

I have just read SPIDER-MAN #20 and it was the best mag I've ever read! The Scorpion was a good villain and I hope to see him back again. I think it was good for Spidey to fight a foe who was stronger than he. After issue #18 I had just about quit on ol' Spidey, but when I read #19 I was back in business again! I'm sure only the mighty Marvel staff could do something like that and come out all right.

Bill Miller, 718 S. Woodington Rd.  
Baltimore, Md.

**At least, we hope we came out all right, Billy! We haven't seen the final sales figures yet!**

Dear Stan and Steve,

I've been reading the letters that have been written about having Spider-Man join a team. I say that having Spidey join a team is like having the Mandarin join the X-Men!

Sandy Loomis, Rt. #2, Box 252  
Roswell, New Mex.

**But you still haven't told us—should he join a team??**

Dear Stan and Steve,

I would like to mention one thing that appeared in SPIDER-MAN #17—"The Return of the Green Goblin." On page 17, panel 1 you showed Peter Parker running into the Spidey Fan Club without any shoes on—thus revealing Spidey's boots. Then on page 18, panel 1 you showed Peter Parker running out with his boots still on. I am sure that anybody with their eyes open would have noticed that, especially in a large crowd!

John Waler, 32-A Maxwell A.F.B.  
Montgomery, Ala.

**But who said their eyes were open, Johnny? (We figure when we're caught dead to rights, the best thing to do is give any answer and run for the hills!)**

Dear Stan and Steve,

I enjoy SPIDER-MAN very much. He is the best of your super-heroes. However, I have a few suggestions that I think would improve him considerably. 1) Lately you have been making him too powerful. Make him lose sometimes—this goes for all your Marvel heroes, especially that arrogant Thor. 2) Since you have made him popular

with the public, things have been a little too rosy for my hero. His problems were what made him different. Now that they are gone, he is slowly becoming (ugh) normal. Do you know Spidey is wanted by the F.B.I., has been charged with arson twice, is wanted on several damages charges and is suspected of springing Blackie Barker! With all these counts against him, I hardly see why the public likes him. 3) Keep his life as Peter Parker an important part of each book. In all sincerity, I think these suggestions would improve Spider-Man to the highest degree.

James Shooter, 3247 Thornwood. Dr.  
Bethel Park, Pa.

**We'll kick your ideas around for a while, Jimmy. However, you've got a better memory than ol' Stan! He's busy hunting for sunny Stevey Ditko to ask him if he remembers who the dickens Blackie Barker is??**

Dear Stan and Steve,

I just read SPIDER-MAN #18 and I didn't like it. How do you think Spidey feels about it? A mag like that can give a guy a bad name. I'll admit it kept me on the edge of my seat with suspense, but I felt sorry for my idol, losing his girl and all. As for Flash Thompson, I think he is an absolute dope—not for sticking with Spidey when the chips are down, but for running around town losing fights and making Spider-Man look like a nut! In your Special Announcements Section in DAREDEVIL you asked our opinions on who he should fight. I think he should fight super-villains because why should a superhero waste time on villains like the Enforcers or the Fixer? I don't think you should put one story into two mags because most of the time someone gets the first one but misses the second one. Then they start to complain. I have solved that problem—for all Spidey's fans that have that problem, I can tell you how to solve it in three words—get a subscription!

Doug Banker, 6847 Weller Dr.  
Rockford, Mich.

**How about that? You start out writing what seems to be a pan letter, Doug, and then it ends up as a subscription ad for us! Y'know something? We think our pals out there in Marveland must be as mixed-up as we are!**

## SPECIAL ANNOUNCEMENTS SECTION:

—Looks as though ol' Spidey's been goofing off lately! He isn't guest-starred in a single, solitary Marvel mag this month! And that's the way the rest of our bullpen likes it! Nobody but Steve can think of drawing all those millions of pieces of webbing over and over again without shuddering! (In fact, we suspect that Steve does his share of shuddering, too—but he hides in his web, where no one can see!)

—We've received a zillion letters during the past six months, with all sorts of guesses about who the Green Goblin really is! And, after the yarn you've just read in this ish, we're sure to be receiving zillions more! Well, we're not about to reveal Gobby's true identity for quite a while, but we'll give you this little hint—Stan and Steve are much too tricky to let him turn out to be anyone that you'd easily suspect! There! Chew on that for a while!

—We hate to insert big globs of advertising copy in these paragraphs, so we'll go easy on the M.M.M.S. this ish! All we want to say is that early returns so far indicate that it's gonna be the most successful club anyone can have—without bunnies, that is! So, if you're one of the misguided few who haven't joined up yet, you might as well break down and send in your buck—if only to stop us from repeating this sales pitch all the time! And don't be surprised if you see Spidey himself at our next meeting or march!

—Well, we can't hold it back any longer! We've jus' got to give you a hint of what you'll find in our next great issue! It had to happen! Poor Spidey actually begins to crack up! He goes off the deep end! He pops his cork! And, as if that isn't enough to make SPIDER-MAN #24 an instant sellout, you'll also see some guest villains in that same sensational ish! Plus, more excitement and surprises than you can shake a web at! Remember, Spidey is for that new breed of reader—the reader who wants a mag to talk his language after plunking down 12¢ for it! In other words, as if you don't already know, Spidey is for you!—But don't tell Jonah we said so!





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24

IND.

MAY

"SPIDER-MAN  
GOES MAD!"



A STARTLING  
MYSTERY TALE  
IN THE MIGHTY  
MARVEL  
TRADITION!

ANOTHER  
SMASHING,  
OFF-BEAT  
THRILLER  
FOR THE  
GREAT NEW  
BREED OF  
MAGAZINE  
READER...  
FOR  
**YOU!**

THE  
MMMS  
WANTS  
YOU!

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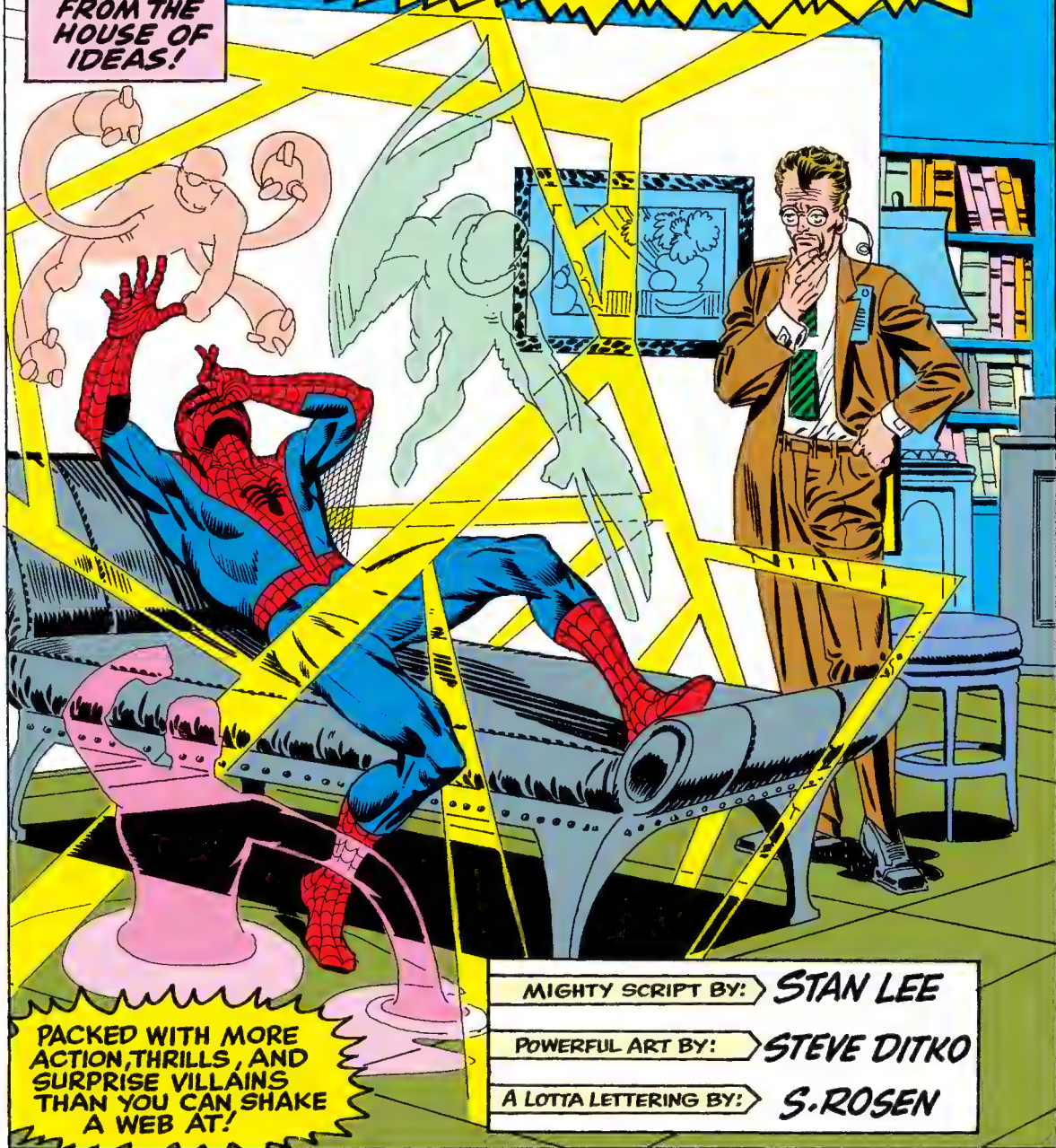




THE SHOCKER YOU NEVER EXPECTED TO READ!

# SPIDER-MAN GOES MAD!

ANOTHER  
TOWERING  
TRIUMPH  
FROM THE  
HOUSE OF  
IDEAS!



PACKED WITH MORE  
ACTION, THRILLS, AND  
SURPRISE VILLAINS  
THAN YOU CAN SHAKE  
A WEB AT!

MIGHTY SCRIPT BY: **STAN LEE**

POWERFUL ART BY: **STEVE DITKO**

A LOTTA LETTERING BY: **S. ROSEN**



THIS IS THE HOUSE PETER PARKER LIVES IN! AND, WHAT COULD BE MORE NATURAL THAN FINDING PETER PARKER HIMSELF INSIDE!! THE DOORBELL HAS JUST RUNG, PETE HAS JUST ANSWERED IT, AND AWAAY WE GO...!

IT'S A C.O.D. AUNT MAY'S NOT FOR MAY PARKER... \$6.75! HERE! I'LL GET THE MONEY FROM THE COOKIE JAR!

HMM... NOT MUCH LEFT!

HERE'S SEVEN BUCKS...KEEP THE CHANGE!

IT'S THE NEW HAT SHE BOUGHT FOR MRS. WATSON'S TEA PARTY!

POOR AUNT MAY...NO MATTER HOW SHE SCRIPS AND PINCHES PENNIES, WE JUST CAN'T SAVE ANY MONEY! I'VE GOT TO HELP OUT SOMEHOW!

AND, I KNOW JUST THE WAY TO DO IT!

EXACTLY FIVE MINUTES LATER...

I HAVEN'T SOLD ANY NEWS PHOTOS TO JONAH JAMESON IN WEEKS BECAUSE I'VE BEEN BUSY STUDYING!

BUT NOW, WITH MY TRUSTY OL' CAMERA HOOKED TO MY BELT, I'M GONNA FIND SOME HOT NEWS SCOOP TO PHOTOGRAPH, JUST LIKE A FRIENDLY NEIGHBORHOOD SPIDER-MAN SHOULD!

JUST MY LUCK! I'VE NEVER SEEN THE CITY SO QUIET! I CAN'T EVEN FIND A JAY-WALKER, OR A BIG, BAD LITTERBUG TO PHOTOGRAPH!

UH OH! WHAT'S THAT DOWN THERE??!

WELL, BLESS MY BRITCHES! LOOKS LIKE A NICE HEALTHY BURGLARY GOING ON DOWN BELOW!

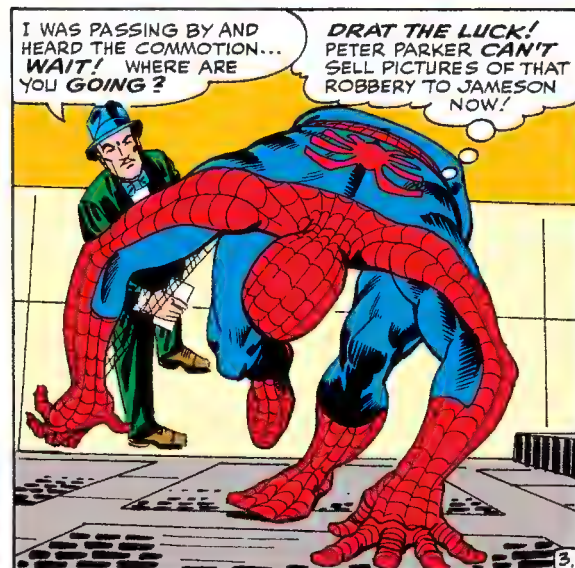
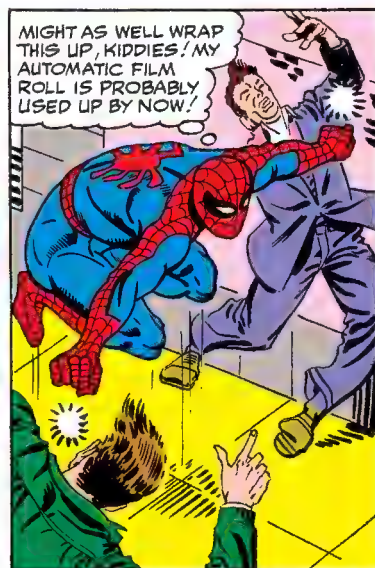
IT'S JUST SMALL-TIME STUFF... BUT IT'LL PAY BETTER THAN A PICTURE OF BROOKLYN BRIDGE!

I'LL GET UP THE CAMERA RIGHT HERE!

NOW, ALL I'VE GOT TO DO IS WAIT TILL THEY COME OUT WITH THEIR LOOT!

MY ONLY DANGER IS...I MAY GET BORED TO DEATH!

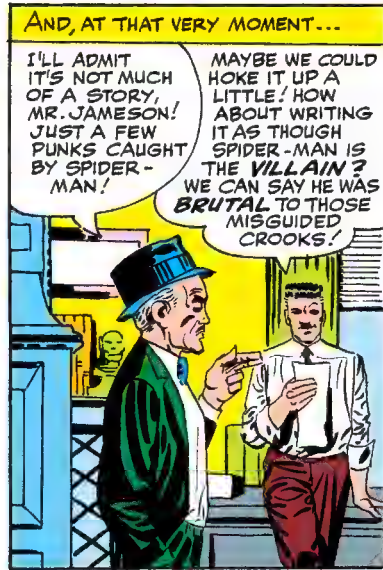






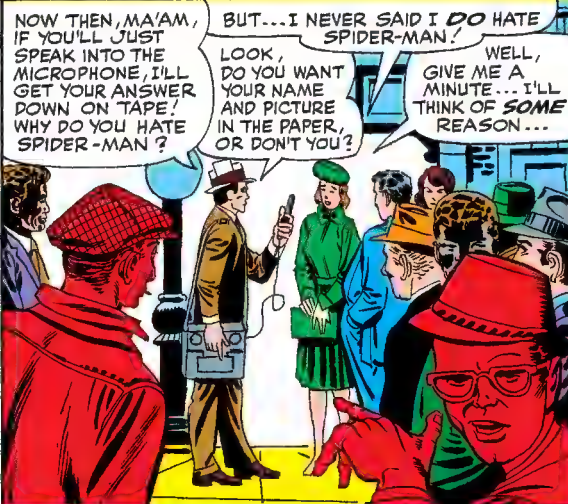








THE VERY NEXT DAY, JONAH JAMESON HAS REPORTERS INTERVIEWING PEOPLE ALL OVER TOWN...



NOW THEN, MA'AM, IF YOU'LL JUST SPEAK INTO THE MICROPHONE, I'LL GET YOUR ANSWER DOWN ON TAPE! WHY DO YOU HATE SPIDER-MAN?

BUT...I NEVER SAID I DO HATE SPIDER-MAN!

LOOK, DO YOU WANT YOUR NAME AND PICTURE IN THE PAPER, OR DON'T YOU?

WELL, GIVE ME A MINUTE... I'LL THINK OF SOME REASON...

AND, UNDER THE RIGHT KIND OF QUESTIONING, IT ISN'T LONG BEFORE THE DAILY BUGLE REPORTERS HAVE THE ANSWERS JAMESON WANTS...

IF YOU ASK ME, HE'S TOO CREEPY-LOOKING IN THAT MASK AND COSTUME!

EVERYONE KNOWS HE'S A PUBLIC MENACE! I SAY HE SHOULD BE PUT IN JAIL...FOR LIFE!

WHAT HONEST MAN WOULD PROWL THE CITY AT NIGHT THE WAY HE DOES??

IF HE AIN'T JUST A PLAIN CROOK, WHY DON'T HE TELL EVERYBODY WHO HE IS??

ANSWER ME THAT!

I SAY HE'S A COWARD! HE FIGHTS AND THEN RUNS AWAY!

BUT, IN THE VAST SPRAWLING METROPOLIS, THERE IS ONE WHO IS EVER LOYAL TO SPIDER-MAN...



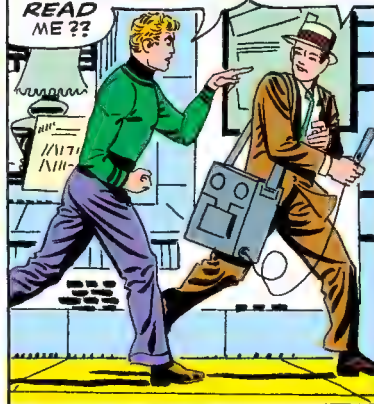
HEY! ONE SIDE... ONE SIDE! LET ME THROUGH! I WANNA TALK TO THAT CRUMB!

LOOK, BIG MOUTH, MY NAME'S FLASH THOMPSON, AND I'M CAPTAIN OF THE MIDTOWN HIGH FOOTBALL TEAM! I THINK SPIDEY'S THE GREATEST! AND YOU BETTER PRINT THAT!

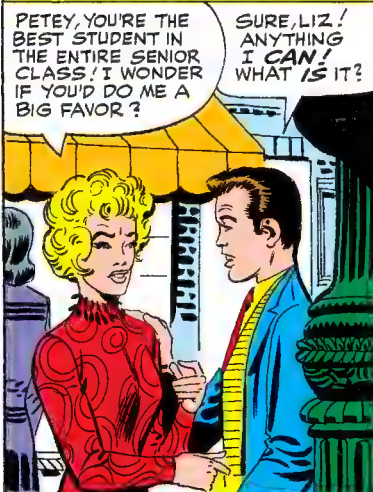
EH, AH, SORRY, SON... I'M ALL OUT OF TAPE NOW!

IF YOU KEEP QUOTING ONLY THE PEOPLE WHO HATE SPIDER-MAN, THE ONLY TAPE YOU'LL NEED WILL BE ADHESIVE TAPE... TO PUT ON THE FAT LIP I'LL GIVE YOU! DO YOU READ ME??

SURE! SURE! WE ALWAYS TRY TO BE FAIR ON THE BUGLE! WELL, EH... I'VE GOTTA RUN NOW!



MEANTIME, LIZ ALLAN, FLASH'S RELUCTANT GIRL FRIEND, SPEAKS TO PETER PARKER...

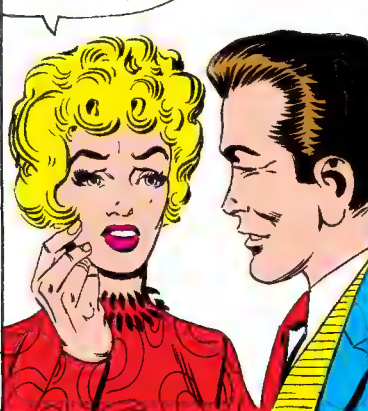


PETEY, YOU'RE THE BEST STUDENT IN THE ENTIRE SENIOR CLASS! I WONDER IF YOU'D DO ME A BIG FAVOR?

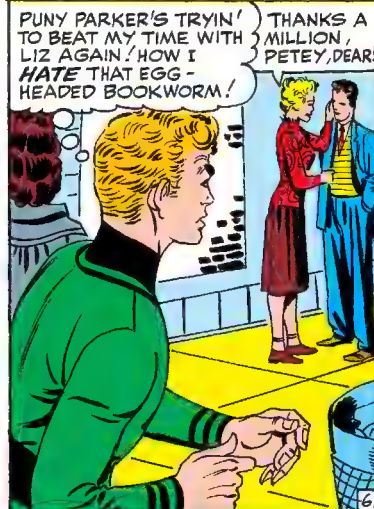
SURE, LIZ! ANYTHING I CAN! WHAT IS IT?

I'M DOING BADLY IN MY GRADES IN SCIENCE! I WAS WONDERING IF YOU COULD COACH ME SOME EVENING? YOU'RE SUCH A WHIZ AT IT!

SURE, LIZ! THE FIRST CHANCE I GET! I'LL BE GLAD TO!



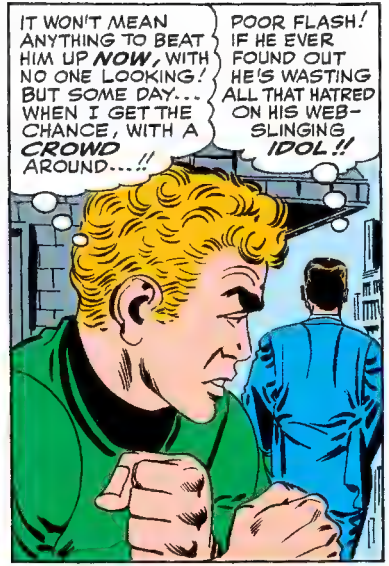
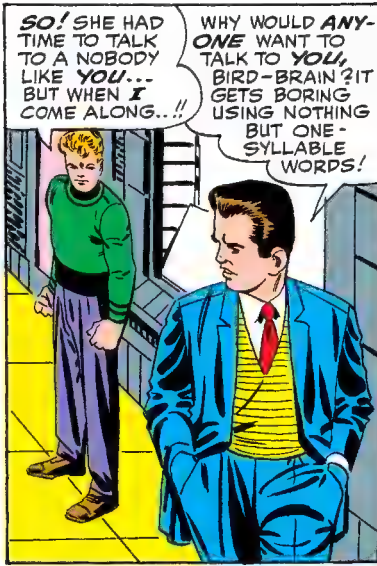
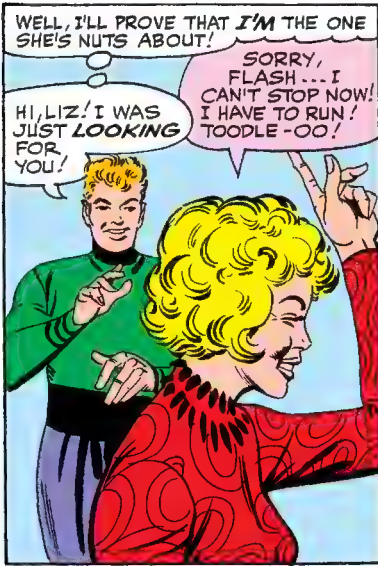
BUT, BY NOW, SPIDER-MAN'S BIGGEST FAN HAS REACHED THE SCENE...



PUNY PARKER'S TRYIN' TO BEAT MY TIME WITH LIZ AGAIN! HOW I HATE THAT EGG-HEADED BOOKWORM!

THANKS A MILLION, PETEY, DEAR!

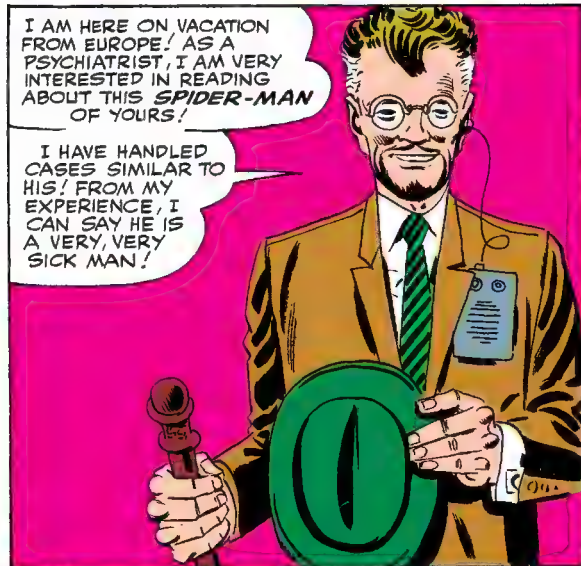
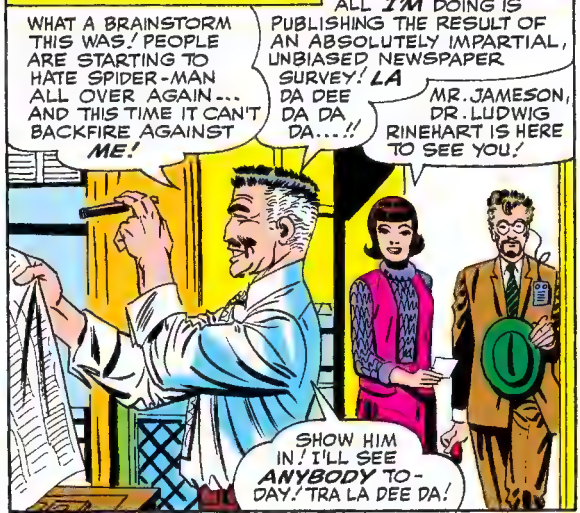




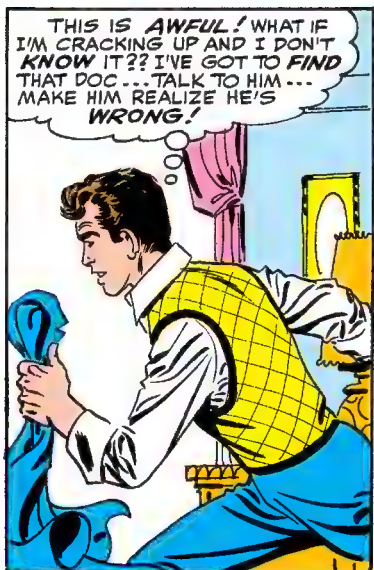
MEANWHILE, THE FIRST OF JAMESON'S NEW ANTI-SPIDER-MAN SERIES HITS THE STREETS AND ALMOST IMMEDIATELY BECOMES THE TALK OF THE TOWN ...



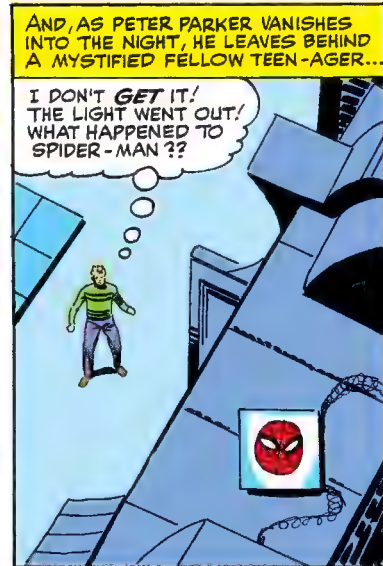
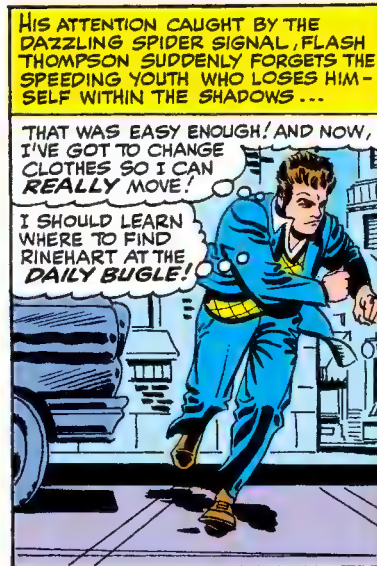
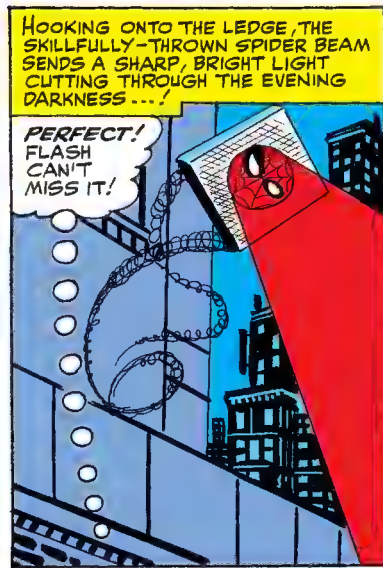
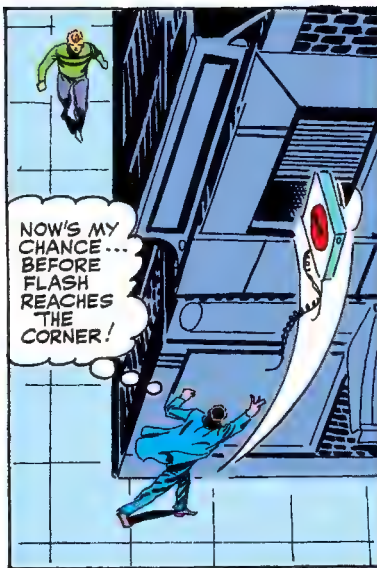
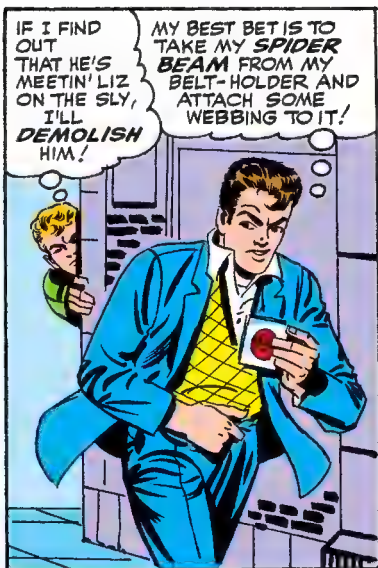
AND, IN THE OFFICE OF JONAH JAMESON, ALL IS SWEETNESS AND LIGHT ...











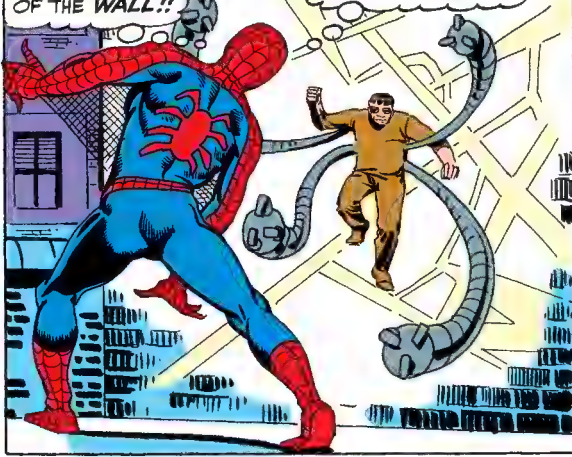


BUT THEN, AT THAT VERY INSTANT...

**DOCTOR OCTOPUS!!**

WHAT'S **THAT??!** SOMETHING'S COMING OUT OF THE **WALL!!**

BUT...WHAT'S **HE** DOING HERE... AND **HOW** DID HE GET THROUGH A SOLID WALL??



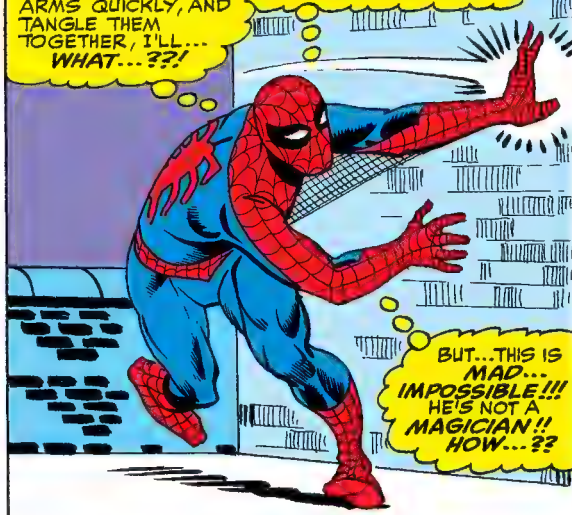
I'VE NO TIME TO PUZZLE OUT QUESTIONS NOW! HE'S **ATTACKING** ME!

I'VE NEVER KNOWN HIM TO MOVE SO **SILENTLY...** SO **NOISELESSLY...** LIKE A JUNGLE CAT!



IF I CAN JUST GRAB HIS ARTIFICIAL ARMS QUICKLY, AND TANGLE THEM TOGETHER, I'LL... WHAT...??!

HE'S **GONE...** VANISHED RIGHT BEFORE MY EYES!

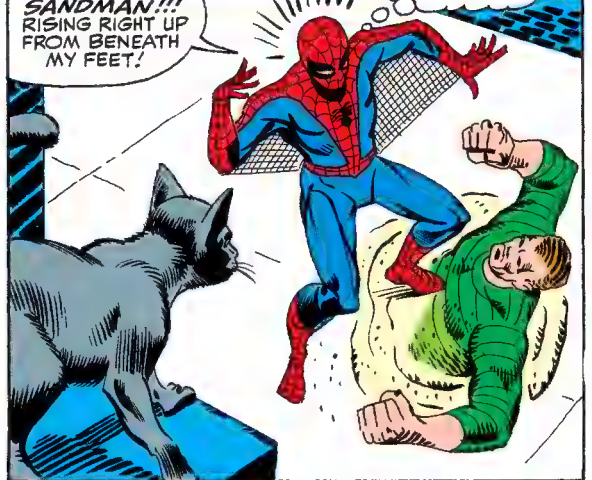


BUT...THIS IS **MAD...** **IMPOSSIBLE!!!** HE'S NOT A **MAGICIAN!!** HOW...??

BUT, THE TEEN-AGE ADVENTURER RECEIVES A **NEW SHOCK** IN THE VERY NEXT SECOND...

WHAT KIND OF A FANTASTIC **TRAP** HAVE I BLUNDERED INTO??!

**SANDMAN!!!** RISING RIGHT UP FROM BENEATH MY FEET!



THERE ISN'T EVEN TIME TO **THINK...** TO DEVISE A PLAN OF ACTION!! HE'S COMING RIGHT AT ME!

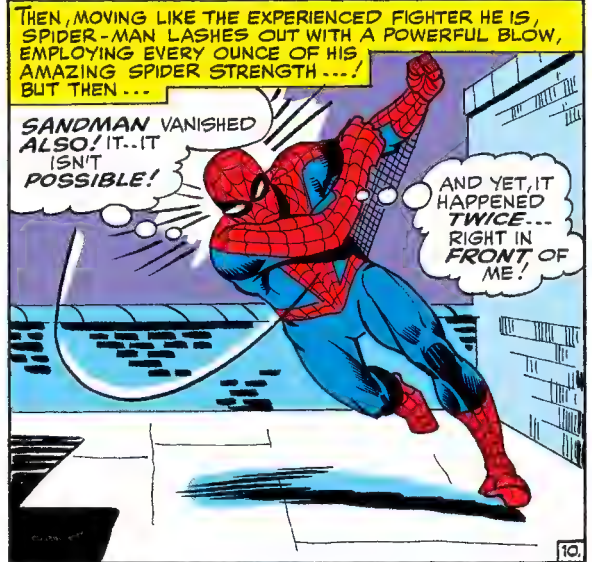
AND, HE'S AS SILENT AS DOCTOR OCTOPUS WAS! NOT SAYING A **WORD!**



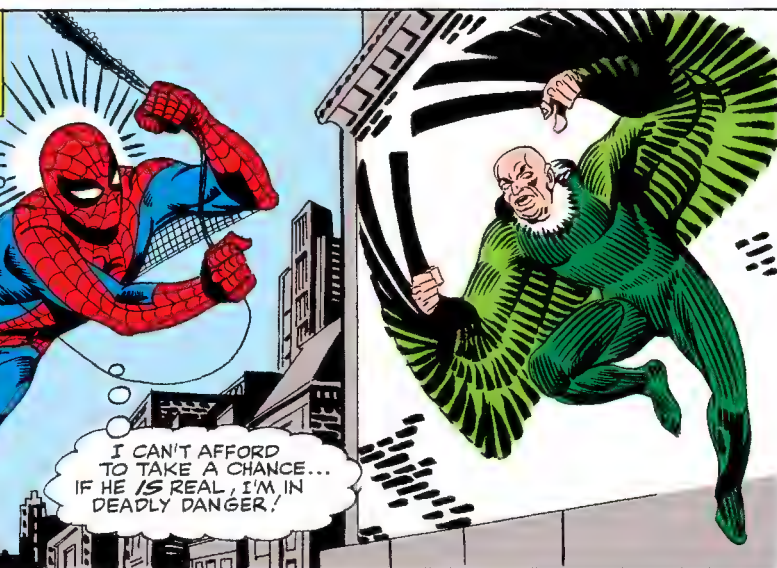
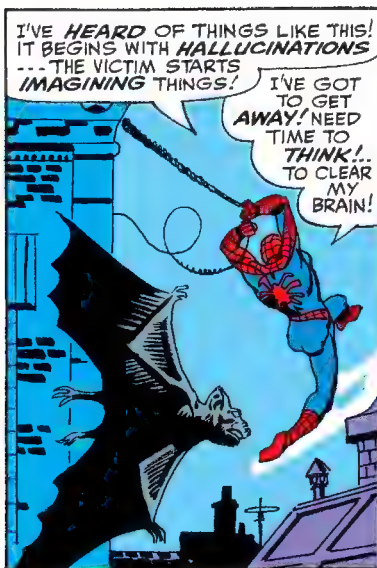
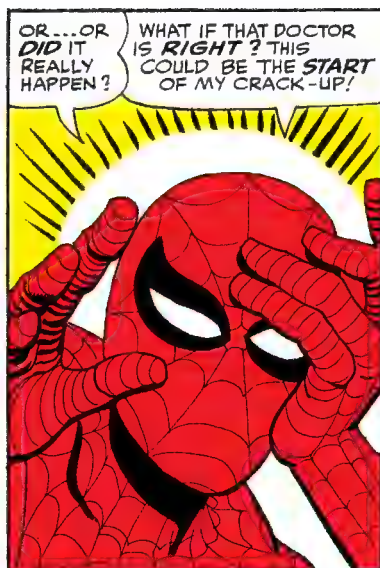
THEN, MOVING LIKE THE EXPERIENCED FIGHTER HE IS, SPIDER-MAN LASHES OUT WITH A POWERFUL BLOW, EMPLOYING EVERY OUNCE OF HIS AMAZING SPIDER STRENGTH...! BUT THEN...

**SANDMAN VANISHED ALSO!** IT..IT ISN'T POSSIBLE!

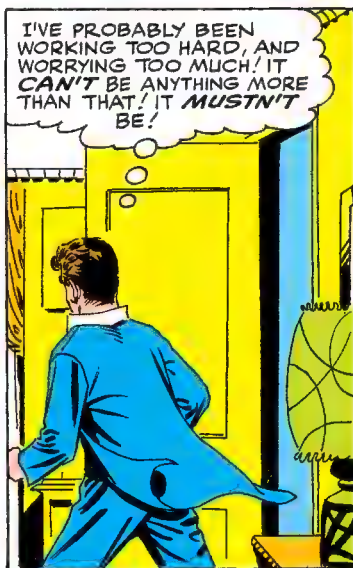
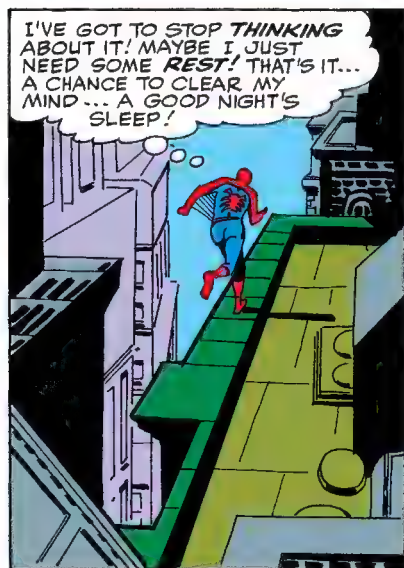
AND YET, IT HAPPENED **TWICE...** RIGHT IN **FRONT** OF ME!



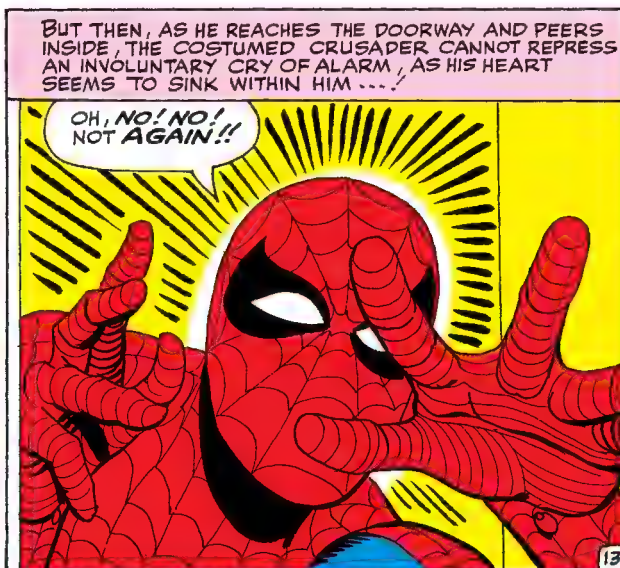
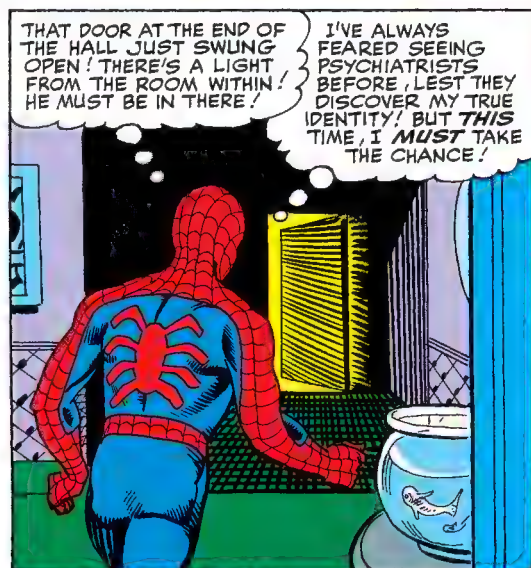
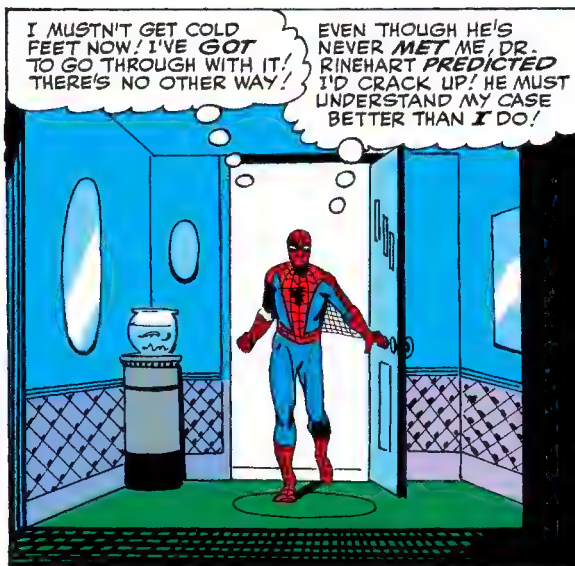
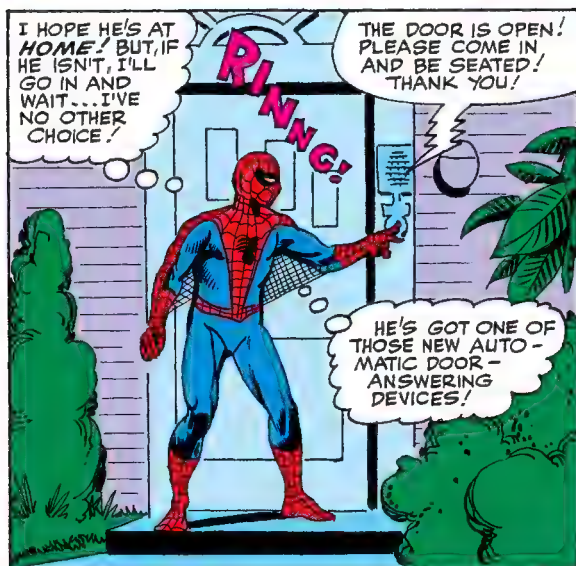
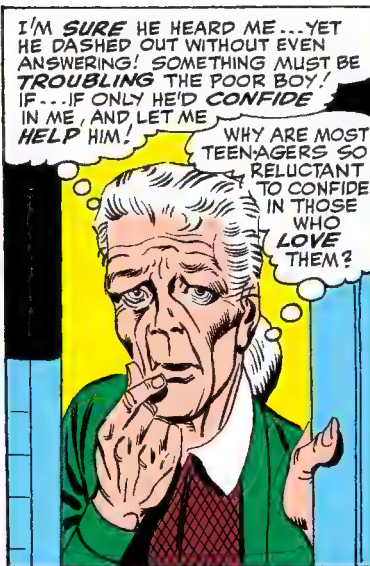
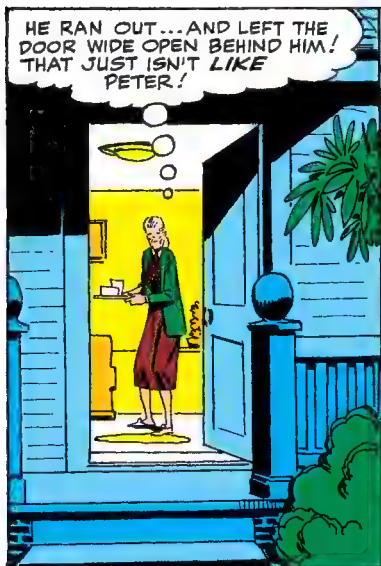




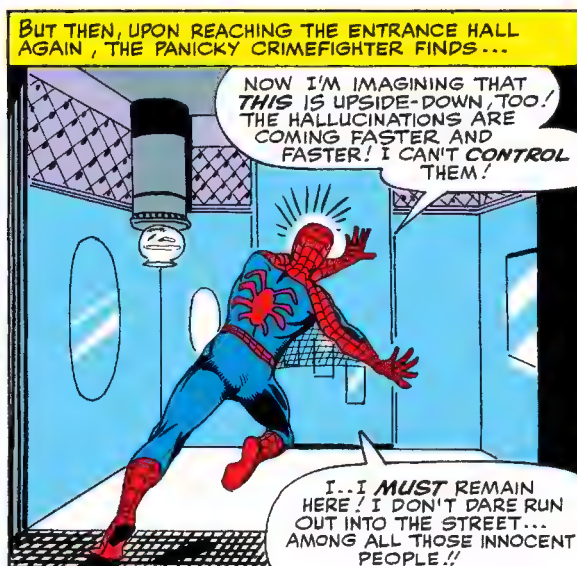
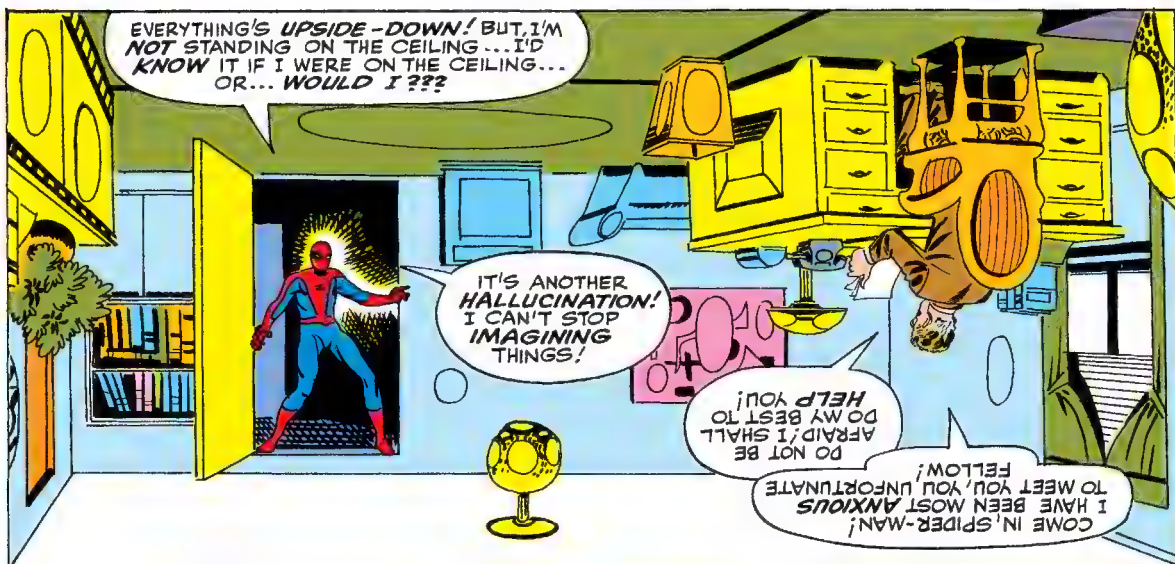




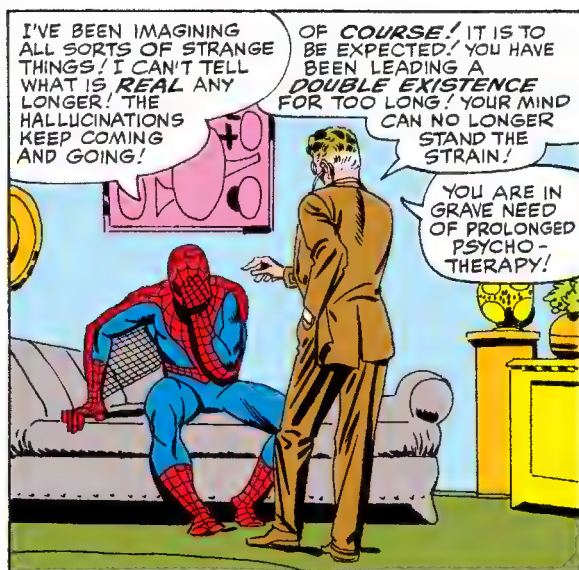




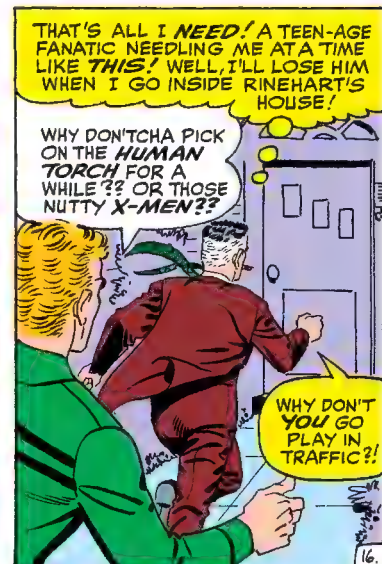
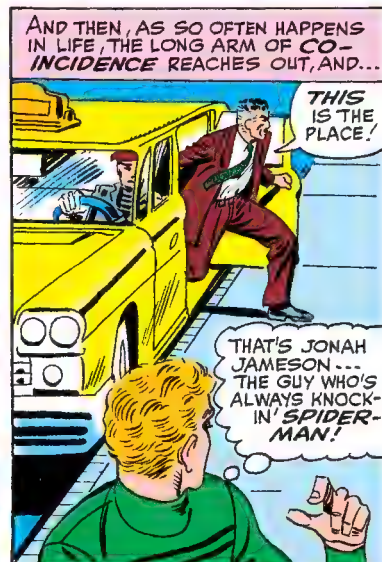
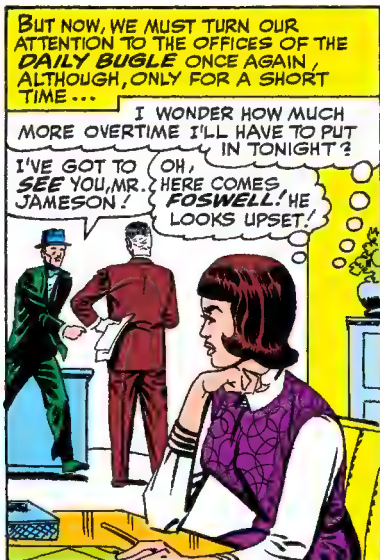




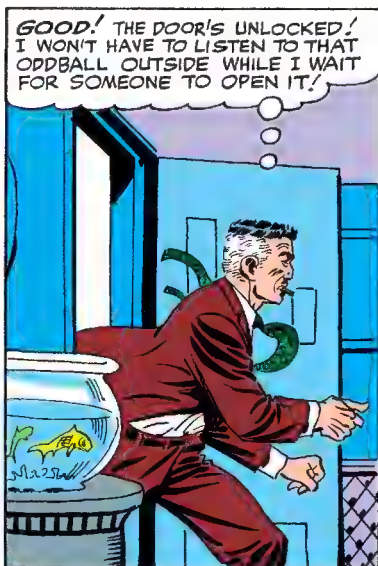












GOOD! THE DOOR'S UNLOCKED! I WON'T HAVE TO LISTEN TO THAT OPDBALL OUTSIDE WHILE I WAIT FOR SOMEONE TO OPEN IT!



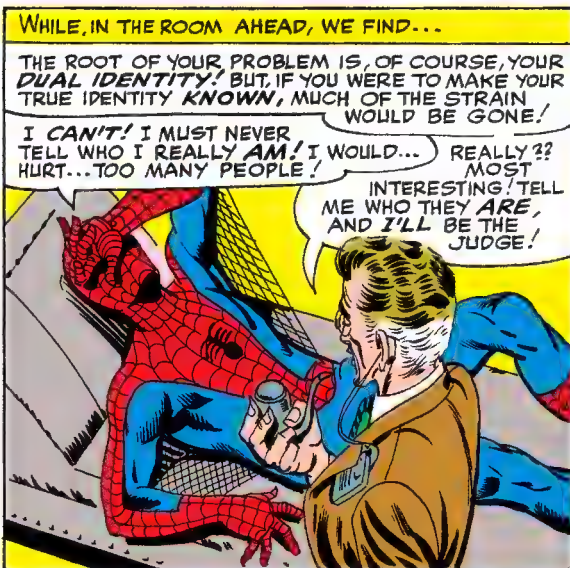
THERE'S A LIGHT IN THE BACK ROOM! HE MUST BE IN THERE!

AND, WHAT I'VE GOT TO SAY TO HIM CAN'T WAIT! I'M GOING IN NOW!



I'VE GOT TO FIND OUT IF WHAT FOSWELL TOLD ME WAS TRUE! AND, IF IT WAS, RINEHART WILL BE SORRY HE EVER HEARD OF J. JONAH JAMESON!

AND ANOTHER THING! I MAY GET SOME FRIENDS TOGETHER AND PICKET YOUR PAPER!



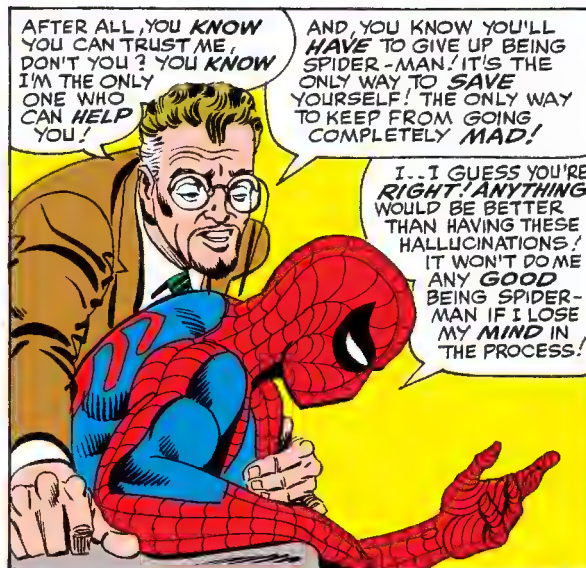
WHILE, IN THE ROOM AHEAD, WE FIND...

THE ROOT OF YOUR PROBLEM IS, OF COURSE, YOUR DUAL IDENTITY! BUT, IF YOU WERE TO MAKE YOUR TRUE IDENTITY KNOWN, MUCH OF THE STRAIN WOULD BE GONE!

I CAN'T! I MUST NEVER TELL WHO I REALLY AM! I WOULD... HURT... TOO MANY PEOPLE!

REALLY?? MOST

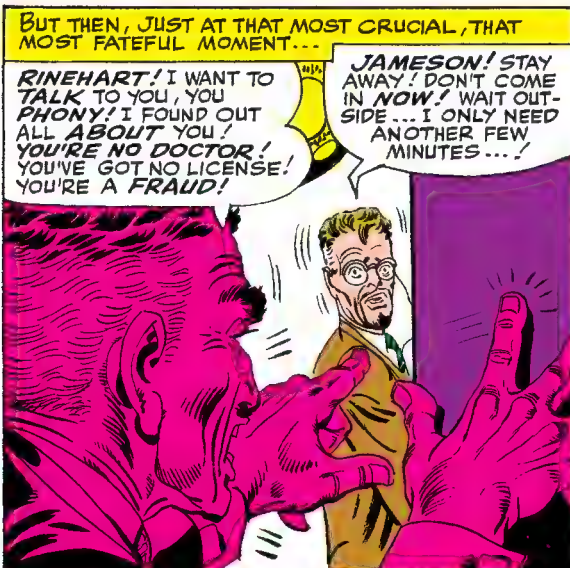
INTERESTING! TELL ME WHO THEY ARE, AND I'LL BE THE JUDGE!



AFTER ALL, YOU KNOW YOU CAN TRUST ME, DON'T YOU? YOU KNOW I'M THE ONLY ONE WHO CAN HELP YOU!

AND, YOU KNOW YOU'LL HAVE TO GIVE UP BEING SPIDER-MAN! IT'S THE ONLY WAY TO SAVE YOURSELF! THE ONLY WAY TO KEEP FROM GOING COMPLETELY MAD!

I... I GUESS YOU'RE RIGHT! ANYTHING WOULD BE BETTER THAN HAVING THESE HALLUCINATIONS! IT WON'T DO ME ANY GOOD BEING SPIDER-MAN IF I LOSE MY MIND IN THE PROCESS!



BUT THEN, JUST AT THAT MOST CRUCIAL, THAT MOST FATEFUL MOMENT...

RINEHART! I WANT TO TALK TO YOU, YOU PHONY! I FOUND OUT ALL ABOUT YOU! YOU'RE NO DOCTOR! YOU'VE GOT NO LICENSE! YOU'RE A FRAUD!

JAMESON! STAY AWAY! DON'T COME IN NOW! WAIT OUTSIDE... I ONLY NEED ANOTHER FEW MINUTES...!



I DON'T CARE WHAT YOU NEED, YOU CROOK! I WANT TO... WHA...? SPIDER-MAN!! WHAT ARE YOU DOING HERE?? WHAT'S GOING ON??!

OH HO! NOW I GET IT! YOU MUST BE IN CAHOOTS WITH THAT FRAUD! I SHOULD HAVE GUESSED!

WHAT DO YOU MEAN, CALLING DR. RINEHART A FRAUD?

NO! DON'T LISTEN TO HIM! YOU MUSTN'T!



AND THEN, JUST WHEN IT SEEMS THAT THINGS SIMPLY CAN'T GET ANY MORE CONFUSING ...

I HEARD SOMEONE SHOUT **SPIDER-MAN'S NAME!**

**FLASH! YOU FOOL... STAY OUT OF THIS!**

**THERE YOU ARE! IF YOU'RE IN TROUBLE, SPIDEY, I'LL HELP YOU! I'VE ALWAYS DREAMED OF FIGHTING AT YOUR SIDE!**

EVERYTHING'S RUINED! I'VE GOT TO **ESCAPE!**

LET GO OF ME, YOU TEEN-AGE PSYCHOPATH... BEFORE I CALL YOUR **KEEPER!**

I'LL TRIGGER THE CONTROL ON MY DUMMY HEARING AID, TO CREATE A DIVERSION!

NO, YOU **DON'T**, RINEHART! YOU'RE NOT GETTING AWAY TILL I FIND OUT WHAT THIS IS ALL ABOUT!

THERE ARE MORE OF THOSE HALLUCINATIONS AGAIN... BUT SOMEHOW, THEY LOOK **UNREAL** NOW... THEY'RE NOT **BOTHERING** ME THE WAY THEY DID!

**STOP! WAIT!**

HEY! WHAT'S GOIN' ON HERE?

RACING THROUGH THE ADJACENT OFFICE IN PURSUIT OF HIS QUARRY, SPIDEY SEES ...

I... I **WASN'T** IMAGINING THINGS! THE FURNITURE IS NAILED TO THE CEILING! EVERYTHING IS UPSIDE-DOWN!

I CAME SO CLOSE! IF NOT FOR JAMESON, I WOULD HAVE HAD HIM!

SUPPENLY REGAINING HIS CONFIDENCE, THE MASKED WEB-SPINNER MAKES A FLYING TACKLE WITH THE EASE AND PRECISION OF OLD!

END OF THE LINE, BUSTER! YOU'VE GOT A LOT OF **EXPLAINING** TO DO!

THEN, YIELDING TO A SUDDEN IMPULSE, SPIDER-MAN GRASPS THE "PSYCHIATRIST'S" HAIR, AND GIVES IT A SHARP YANK, REVEALING ...

HOW COULD I HAVE BEEN SO ASLEEP AT THE SWITCH ?? WHY DIDN'T I GUESS SOONER?

IT'S MY OLD ENEMY, **MYSTERIO!** MYSTERIO, THE MASTER OF MYSTIC EFFECTS AND STARTLING ILLUSIONS!

MINUTES LATER ...

WHAT KIND OF PLACE IS THIS ?? WHO'S THAT ? WAIT... I RECOGNIZE HIM ...!

HE'S ALL **YOURS**, JAMESON! I GOT THE WHOLE STORY OUT OF HIM... AND HE'S JUST **DYIN'** TO TELL **YOU**, TOO! FROM NOW ON WE BETTER PICK OUR DOCTORS A LOT MORE **CAREFULLY!**

NICE TRY, MYSTERIO! BETTER LUCK, **NEXT TIME**... BUT, NOT TOO MUCH BETTER!



THEN, REALIZING HIS INTRICATE SCHEME HAS FAILED COMPLETELY, MYSTERIO SADLY EXPLAINS TO THE MYSTIFIED J. JONAH JAMESON AND WIDE-EYED FLASH THOMPSON...

I'VE WANTED REVENGE ON SPIDER-MAN FOR YEARS! HE'S TOO STRONG TO FIGHT MAN-TO-MAN, BUT I FELT I COULD BEAT HIM IF I MADE HIM LOSE CONFIDENCE IN HIMSELF... IF I MADE HIM THINK HE WAS CRACKING UP!

BUT, I HAD TO CHOOSE THE RIGHT MOMENT! I WAITED... AND WAITED... AND THEN, WHEN THE **BUGLE** STARTED PRINTING THOSE INTERVIEWS ABOUT HIM, I FELT THE TIME HAD COME! SO, I POSED AS A PSYCHIATRIST!

I PLANTED DOUBTS AND FEARS IN SPIDER-MAN'S MIND! I KNEW HE WOULDN'T BE SUSPICIOUS IF I PLAYED MY CARDS RIGHT! AND IT ALMOST WORKED! MY ILLUSIONS SUCCEEDED PERFECTLY!

I WATCHED HIM FROM A SAFE DISTANCE, OPERATING MY MECHANICAL CAT AND BAT... AND MY SPECIAL MOVIES OF HIS FORMER FOES!

IT WAS SIMPLE TO ARRANGE THE TRICK OFFICES... I MERELY USED **DUPLICATES!**

BY THE TIME HE REACHED HERE, HE WAS SO AGITATED, HE WAS IN A STATE OF MIND WHERE HE'D BELIEVE **ANYTHING!**

IT WAS ALL PERFECT! IT SHOULD NOT HAVE FAILED!

I ONLY NEEDED ANOTHER FEW SECONDS... I WAS ABOUT TO MAKE HIM **UNMASK!** I'D HAVE LEARNED HIS TRUE IDENTITY! I'D HAVE DEFEATED HIM FOREVER! BUT HE WAS SAVED AT THE LAST MINUTE... SAVED BY YOU!

YOU MEAN... IF I HADN'T BURST IN JUST THEN... IF I HADN'T INTERRUPTED WHEN I DID, SPIDER-MAN WOULD FINALLY HAVE BEEN **BEATEN??**

I'VE HATED HIM FOR YEARS! I'VE PLANNED A MILLION SCHEMES TO DISCREDIT HIM... TO DEFEAT HIM... TO **DESTROY** HIM! AND NOW, WHEN YOU WERE ABOUT TO DO IT FOR ME, I RUINED EVERYTHING!

**HAH! SO GOOD OL' SPIDEY, WINS AGAIN! HE BEAT MYSTERIO... AND YOU WERE THE ONE WHO HELPED HIM! WHAT A GIG! WHAT A GAS! WAIT'LL I TELL THE GANG!**

WHAT A DAY! WHAT A **TRIUMPH!** I ACTUALLY SAW MY **IDOL** IN ACTION! HE EVEN **SPOKE** TO ME! EVEN IF HE **DID** CALL ME, A FOOL... HE **SPOKE** TO ME!

**BOY! EVEN THAT USELESS, SNEAKY, MEAT-HEADED PETER PARKER COULDN'T SPOIL THE WAY I FEEL NOW! WAH-HOO!**

THEN, A SHORT TIME LATER...

HOW ABOUT JOINING THE REST OF US GIRLS FOR A SODA, LIZ?

**LOVE TO, CONNIE! I'M JUST IN THE MOOD!**

OH, NO! I **CAN'T!** THERE'S PETER PARKER! I'VE GOT TO TALK TO HIM!

OH, **PETEY!** HOW ABOUT HELPING ME WITH MY SCIENCE LESSONS NOW? CAN YOU SPARE THE TIME?

SURE, LIZ! I GUESS SO!



**WELL! HOW DO YOU LIKE THAT?** SHE LEFT ME FLAT, TO GO OFF WITH PUNY PARKER! I'VE GOT A GOOD MIND TO TELL **FLASH THOMPSON** ABOUT THIS!

I THINK IT'S SO SWEET OF YOU TO OFFER TO HELP ME, PETEY!

**YEESH!** HOW I WISH SHE WOULDN'T CALL ME PETEY!

**WHILE, WAITING PATIENTLY AT PETER'S HOME, WE FIND...**

IF ONLY I KNEW WHAT WAS BOTHERING PETER! THE BOY HAS NO MOTHER OR FATHER... I'M THE ONLY ONE TO LOOK AFTER HIM! IF ONLY HE'D LET ME!

**AND THEN...**

HI, AUNT MAY! I JUST WANTED TO TELL YOU I'LL BE OVER AT LIZ ALLAN'S HOUSE FOR THE NEXT LITTLE WHILE! I'M GOING TO DO SOME STUDYING WITH HER!

HELLO, MRS. PARKER!

**PETER!** I WAS WONDERING WHERE YOU WERE... IF YOU WERE... ALL RIGHT! I WAS SO WORRIED ABOUT YOU!

**GOSH, THAT'S RIGHT!** I FORGOT! I RAN OUT OF HERE LIKE A SHOT WITHOUT EXPLAINING TO AUNT MAY! SHE MUST HAVE BEEN REALLY UPSET!

YOU LOOK PERFECTLY FINE TO ME NOW, DEAR! BUT... YOU MUSTN'T GIVE ME SUCH FRIGHTS!

AFTER ALL, PETER, YOU'RE ALL I HAVE LEFT IN THE WORLD! IF ANYTHING SHOULD EVER HAPPEN TO YOU...!

AW, GEE, AUNT MAY... THIS IS EMBARRASSING... WITH LIZ HERE!

I'M SORRY I RUSHED OUT THAT WAY BEFORE... HONEST! I PROMISE I WON'T DO IT AGAIN! DON'T YOU WORRY ABOUT A THING! I'M JUST FINE! OKAY?

SHE'S SMILING AGAIN! GOOD! I HATE TO SEE HER WORRY!

ALL RIGHT, PETER DEAR! YOU RUN ALONG WITH YOUR YOUNG LADY! I'LL WAIT UP TILL YOU COME HOME!

I'M MAKING PROGRESS AT LAST! I FINALLY HAVE PETEY ALL TO MYSELF FOR A WHILE! HE'S SO MUCH MORE INTERESTING THAN THAT EMPTY-HEADED FLASH!

I'D RATHER BE SPENDING MY TIME WITH BETTY, BUT... IF SHE'S GONNA KEEP ON WRITING TO NED LEEDS BEHIND MY BACK, I'LL SHOW HER!

**GOSH!** I JUST REMEMBERED... I STILL HAVEN'T EARNED THAT EXTRA MONEY I WANTED TO GIVE TO AUNT MAY!

**THUS, OUR TALE IS ENDED FOR NOW, AS WE RELUCTANTLY LEAVE OUR LITTLE CAST OF CHARACTERS UNTIL NEXT ISSUE...**

NOTHING CONCLUSIVE HAS BEEN SETTLED BETWEEN PETER AND BETTY... OR BETWEEN OUR HERO AND FLASH THOMPSON... OR INDEED, BETWEEN ANYONE! AND YET, ISN'T THAT THE WAY OF LIFE? WE NEVER KNOW WHAT SURPRISES ARE AROUND THE CORNER... AND NEITHER DOES THE YOUTH CALLED... **SPIDER-MAN!**





# THE SPIDER'S WEB

Please address  
your letters to:  
**THE MARVEL  
COMICS GROUP  
SECOND FLOOR  
625 MADISON AV.  
NEW YORK 10022  
N. Y.**

—Well, how about that? We figured it was time for Spidey to flip his wig, and he came pretty close to doing it in this month's yarn! Confess now—how many of you guessed that our Dr. Rinehart would turn out to be Mysterio? In fact, how many of you guessed he'd turn out to be anybody else at all? Well, while we're waiting for your answers, let's see what our other Marvel madmen have to say . . .

Dear Stan and Steve,

I think that your SPIDER-MAN comic is fascinating, original and just plain great! It's so realistic that it's hard to realize that Spidey doesn't really exist—or does he? It would be nice if Spidey would, now and then, defeat a villain by a scientific means as he did in issue #2 in order to show that brains are just as important as brawn. Also, clear up this mess between Betty Brant and Peter Parker. It's just too much to see two people who are obviously made for each other separated. Furthermore, I think that Spidey should reveal his secret identity to Betty Brant. Also, I think that Spidey and the Torch should be on more friendly terms, although I don't think that many fans will agree with me on that! Tim Van Egnont, 5 Fiske Rd. Lexington, Mass.

Well, we'll soon find out how your fellow fanatics feel, Timmy boy, when the next mail starts pouring in. Meantime, we'll see what the Torch has to say about it!

Dear Stan and Steve,

I've been reading comics for as many of my nineteen years that I can remember reading, but this is the first time I've broken down and subscribed. I just can't help it! I can't stand it when I miss an issue due to uneducated dealers. Enclosed for your Subscription Department is my check for twelve issues of SPIDER-MAN. I have converted enough of the girls in our house to the Marvel habit so that I won't be looked upon as a schizophrenic, so much as an initiate. A few of us would like to make a suggestion: Since so many of your readers, like us, are college students, we think giving one of your great heroes a college setting would be most interesting. Our vote goes to Spider-Man. You could even keep him at home—just have him and some of his high school contemporaries graduate and move on to college in the city. I think the dramatic opportunities of having Spidey in a dorm or fraternity house are entertaining, but he could decide to live at home to cut costs. Now don't try to tell us that Spidey is more the high school type. I have never seen him as immature and dull as even a college freshman can be—and you have him in high school?! And his cool manner and jargon are not at all out of place in a "college man." Take it from us "college women"! We nominate him because he's our favorite. Other characters who have a warm place in our adventurous hearts are Dr. Strange and Sub-Mariner (a romantic figure in the unrestricted sense of the word), and, of course, Daredevil. These are all on our "for-heaven's-sakes, buy-it-first" list. Delightful is our word for the Marvel Age of Comics!

Kitty Holmes, Ohio University  
142 E. State St., Athens, Ohio 45701

And delightful is our word for Kitty Holmes! As for Spidey going to college, we've been toying with the same idea, so don't be too surprised if—!

Dear Stan and Steve,

I am writing to mention something I have never seen any reference to in your Letters Pages. That is the appropriateness of your Marvel story titles. In English

class our teacher told us that a title to a story must be appropriate and arouse interest. In other mags the titles usually amount to "So-and-so meets What's-his-name" or "So-and-so battles Watchamacallit" or "So-and-so gets Married" or even "Whozit Returns." All the Marvel comics in contrast have pleasing and interesting titles. Some fine examples are "A House Divided," "The Avengers Take Over," "It Started on Yancy Street" and "The Final Victory of Dr. Doom." All of these were from the F.F. Other examples are "The Uncanny Unicorn" from IRON MAN and "Every Hand Against Him" from THOR. Of them all, the best, title-wise, were "The Infant Terrible" and "The Final Victory of Dr. Doom." The worst was "Spidey Strikes Back." Please drop this "Spidey" bit! "Spider-Man Strikes Back" would have sounded much better. Still, I remain one of your most faithful readers.

James Morton  
Pascagoula, Miss.

We enjoyed your letter, Jimmy — appreciate your faithfulness — considered your comments — but, Spider-Man sounds so formal to us . . . especially when we consider ol' Spidey a real buddy!

## THE MIGHTY MARVEL CHECKLIST

A Line-Up Of Some Of The Marvel-ous Mags On Sale Right Now!

**FANTASTIC FOUR #38:** The one you've been waiting for! In answer to countless requests, the seemingly unbeatable, super-powered Frightful Four returns to challenge the F. F.! And—you'll never forget the unexpected shock ending!

**AVENGERS #15:** This one is for all those who claim villains are never polished off for good in our mags! All we'll say is—wait till you read "Fight To The Finish With Zemo!" This is one time the Avengers really do some avenging—and if you like lots of super-villains, this one's for you!

**DAREDEVIL #7:** It's so exciting we can't wait to tell you! You're going to see a full length epic in which Daredevil battles the one, the only, the ever-popular Sub-Mariner! No matter how good you expect it to be, we have to be honest with you—it's even better!

**THOR #115:** This is the final round of Thor's battle with the Absorbing Man, and possibly one of the great fight scenes of all time! See why THOR has been acclaimed one of the best-drawn, most dramatically-written magazines in the mighty Marvel line-up!

**STRANGE TALES:** The Human Torch and the ever-lovin' Thing find themselves menaced by "The Sinister Space Trap!" And, the way Bob Powell draws it, it's a doozy! As for Dr. Strange, he finally comes "Face to Face With Baron Mordo," and comicdom will never be the same!

**SUSPENSE #65:** This one features the story you never expected to see! Remember the old Iron Man—heavy, bulky, slow-moving? Well, he lives again—to battle the new Iron Man! It's a gasser! And Captain America meets his greatest foe from the fatal forties—the fearsome Red Skull!

**ASTONISH #67:** A dramatic new twist affects the incredible life of the Hulk in "Where Walks the Behemoth!" It's the usual Lee/Ditko contemporary classic! As for Giant-Man, he faces a new off-beat menace and loses one of his powers! Which one? Well, that would be telling!

**SGT. FURY #17:** Even we in the bullpen can't understand how each ish of "the war mag for people who hate war mags" manages to top each previous ish! This one, "While The Jungle Sleeps" marks a new plateau of greatness for the hysterical Howlers! Try it—we know you'll agree!



Dear Stan and Steve,

I have found your SPIDER-MAN comic your best effort, with the F.F. and SGT. FURY close behind. There has been much controversial discussion in the Letters Page so I decided to throw in my two cents worth. First, some readers have said that Spidey should reveal his identity to Betty Brant. This would ruin everything! Maybe he could reveal it to a male schoolmate who could be his friend (like Boom-Boom to Matt in TWO-GUN KID), but never to Betty! Next, I love the Green Goblin, Kraven and your newest and greatest arch foe, the Scorpion. I would also like to see Doc Doom fight Spidey again. The thought just struck me that Sub-Mariner would be great against him, So long!

David Wilhelm, 2940 Sherwin  
Chicago, Ill. 60645

**So long, Dave! By the way, Steverino says "Boom-Boom" who?**

Dear Stan and Steve,

After reading SPIDER-MAN #20 I have to tell you that you have hit another high peak. The Scorpion was different and there were enough side plots to keep the story moving. The death of the doctor was handled nicely, the fight scenes were good, although the Scorpion looked a bit awkward, and having J. Jonah create the villain was a novel idea. I think you'd better keep Jonah thinking about the Scorpion for a while because, in real life, he would not forget about such an incident so easily. I hope that in your M.M.M.S. you'll let us readers know about stories on the drawing board before you mention them in your Special Announcements Sections. These tasty little tidbits tend to arouse the curiosity and keep you looking for the next issue.

Donald McGregor, 35 Sophia Dr.  
W. Warwick, R.I.

**Got news for ya, Don! Even we don't know what's on our story boards until a few minutes before they hit the Special Announcements Section! In fact, if we don't think of something real quick, we won't be able to tell you what Spidey's next yarn is gonna be about! Talk about late deadlines! Man! We're always squeezing thru by the skin of our teeth!**

—Judging by the way your M.M.M.S. applications are pouring into our office, it looks as though everybody will be a member soon! We even got an envelope from the Daily Bugle—we didn't open it yet, but we're hoping it's from J.J.J.! By next ish, we'll try to print some of the comments we receive about our little ol' Marching Society, so if you haven't written yet to tell us what you think of our oversize membership button, undersize 33½ rollickin' record, identification card, senseless stickers, and nutty welcoming note, you'd better do it soon, hear? And, if you haven't sent in your coupon yet, we're liable to take away your little web-shooters! And you wouldn't want that to happen!

Dear Stan and Steve,

Just finished reading SPIDER-MAN #20. It was terrific! The Scorpion was the kind of foe I've been hoping for. One thing about the Scorpion was bad, though—his costume. It was absolutely the nuttiest thing I've ever seen. For one thing it was all green and had all sorts of lines all over it. The mask was horrible, too. Who ever heard of a green Scorpion? I think you ought to have Spidey battle Kraven, Vulture, Green Goblin, or Captain America. It makes me feel ill to think of the Green Goblin running around thinking that he's beaten Spidey. By the way, the Scorpion's back looks horrible because of that tail. You should call the Scorpion 'Scorpo' instead of 'Scorpey'—it's one letter shorter!

Roger Parish, Rt. #1, Box 101  
Savage, Minn.

**How about 'Scorp', Rog? It's two letters shorter! Or 'Scor'? Or maybe 'Sco'? 'Se' perhaps? Then, there's always 'S'—or just plain '!' (Nobody's gonna top us, by golly!)**

Dear Stan and Steve,

I've just finished reading SPIDER-MAN #20 introducing your newest villain, the Scorpion. Thanks again for a truly excellent story in the grand Marvel style. Nowhere but at Marvel would a hero really go down in defeat, discovering that he's up against someone more powerful than himself; never have I seen a hero go down fighting like Spidey did. He won out, of course, but no other hero ever fought a tougher battle or tried harder to win before

he actually did win. You remain consistent in excellent art, story, plot, characterization and all else. Just keep up the degree of excellence you've displayed, as I know you will. As long as Marvel is around I'll be reading comics—your comics. I guess that's the best compliment possible.

Buddy Saunders, 2102 Menefee  
Arlington, Tex. 70012

**And, from the best fans in the world, we expect nothing but the best compliments! Thanks a heap, Buddy!**

Dear Stan and Steve,

Spider-Man makes his webbing shoot out by pressing his palm in which he has a secret device that makes this happen. What happens when he picks up something? As he is pressing his palm with the thing that he picks up, how come the webbing doesn't shoot out?

Jeffrey Isleib, 576 Nott St.  
Wethersfield, Conn.

**Oh, it's not just any old press, Jeff! He's gotta press it a certain way—with the ol' spider strength! At least, we think that's the answer!**

Dear Stan and Steve,

Your Spider-Man Annual #1 was the greatest mag I've ever popped my peepers at! The Sinister Six were great! Those full page panels were magnificent. Steve Ditko must have worked himself to a frazzle. My favorite was the one on page 16 where Spidey K.O.'s Electro! Vulchy was his usual baldness, and Sandman just can't keep himself together. Mysterio has to cut down on that smoking, and Doc Ock seems to be getting more polite every day. Kraven needs a haircut, and Electro oughta quit sticking his fingers in plug fixtures. He seems to have an electrifying personality. Your article, "The Secrets of Spider-Man," relieved me of hundreds of questions. All in all, Spidey Annual #1 was your greatest achievement so far! One question I would like to ask, though. How long have Marvel Comics been in business and how long have you two worked there?

Scott Betts, 333 Oak St.  
Glen Ellyn, Ill.

**Mighty Marvel's been having its ups and downs for over 25 years now! Stan has been bullpen boss for almost all that time—but he's not as old as you think. He started in his teens! As for Steverino, he's a real Johnny-Come-Lately —hasn't been with Marvel for more than ten years! But we can hear him growling in the corner now—"It feels like a hundred!!"**

Dear Stan and Steve,

I am writing in answer to a letter in SPIDER-MAN #13. One particular fan states that "The Torch can wipe up the floor with Spider-Man! Remember the F.F. ANNUAL!" I have that Annual and it doesn't look like Spider-Man is running away—that fan must be blind! But, look at STRANGE TALES ANNUAL #2—our hero (Spider-Man, of course) traps the Torch in an ice-silicone trap which puts out his flame and imprisons him. Spider-Man could have destroyed the Torch if he'd wanted to. I'm a loyal fan of Spidey and I think that other fans should know the truth. Sorry, Charlie!

John Honovich, 292 Warburton Ave.  
Hastings-on-Hudson, N. Y.

**We're sure glad Spidey has such staunch defenders, Johnny! But wait'll you hear what the Torch fans have to say! We'll be expecting an extra-heavy mail for the next few weeks!**



—And now, a real treat awaits you in our next ish! It's gonna feature J.J.J.'s most amazing plan to capture and defeat Spider-Man, and—for once—the plan works! So, if you've been itching to see jolly Jonah come out on top some time, this is for you! Or, if J.J.J. is first on your hate list, you'll enjoy it, too! How can that be? You'll find out—in SPIDER-MAN #22!—And wait'll you see the completely different and unexpected foe poor Spidey has to battle! So, get those webs of yours untangled and watch for it—we like you too much to bear the thought of you missing it!





MARVEL  
COMICS  
GROUP **12¢**

# the AMAZING SPIDER-MAN



**25**  
**JUNE**

IND.

**"CAPTURED  
BY  
J. JONAH JAMESON!"**



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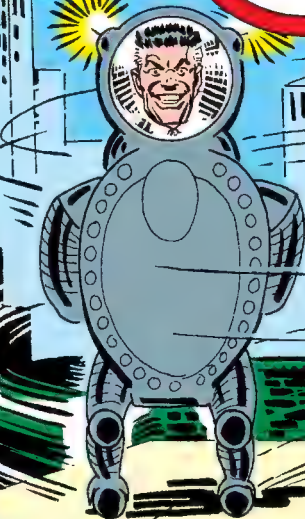
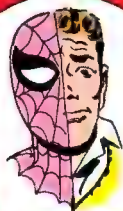




# "CAPTURED BY J. JONAH JAMESON!"

DO YOU THINK  
SPIDEY'S HAD  
TROUBLE  
**BEFORE?**  
JUST WAIT'LL YOU  
READ **THIS ONE!**

WHAT HAPPENS  
TO A SUPER-  
HERO ON THE  
RUN, WHEN  
HE HAS NO  
PLACE TO  
GO?



SWINGIN' SCRIPT BY:  
**STAN LEE**  
DAZZLIN' DRAWINGS BY:  
**STEVE DITKO**  
LOQUACIOUS LETTERING BY:  
**S. ROSEN**

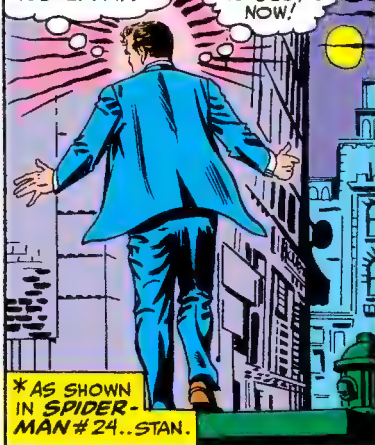
STURDY STEVEY DITKO DREAMED UP  
THE PLOT OF THIS TANTALIZING TALE,  
AND IT'S FULL OF UNEXPECTED SURPRISES!  
SO, TURN THE PAGE AND SEE IF YOU CAN  
GUESS WHAT'S COMING NEXT...!



ONE OF THE MANY REWARDS OF BEING A GOOD STUDENT IS THE FACT THAT A PRETTY GAL LIKE LIZ ALLAN MIGHT ASK YOU TO HELP HER WITH HER STUDIES, AS PETER PARKER HAS JUST DONE ...



BEFORE I GO HOME, I'D BETTER RETRIEVE MY SPIDER BEAM, WHICH I LEFT ON A ROOF LEDGE YESTERDAY. \*

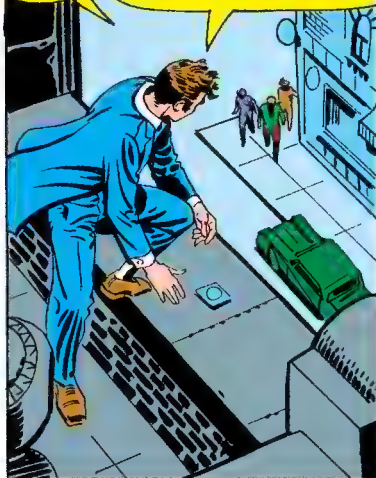


AND, IF NO ONE'S WATCHING, THERE'S NO NEED FOR ME TO GO TO THE TROUBLE OF CHANGING INTO MY COSTUME.



GOOD! HERE IT IS!

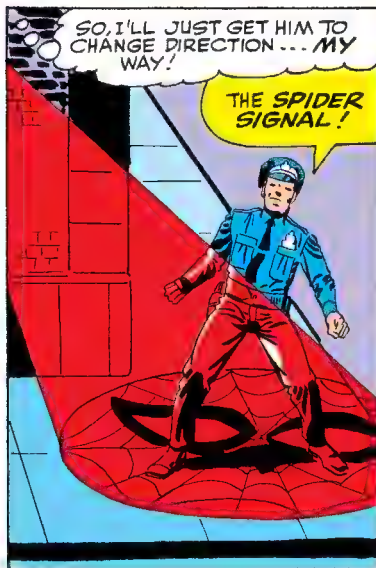
SAY! WHO ARE THOSE THREE SEEDY-LOOKING CHARACTERS SLINKING AROUND BELOW?



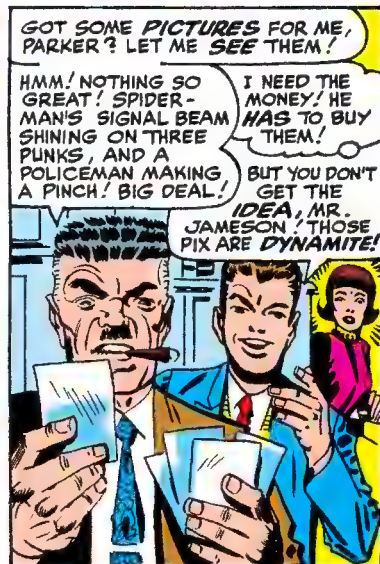
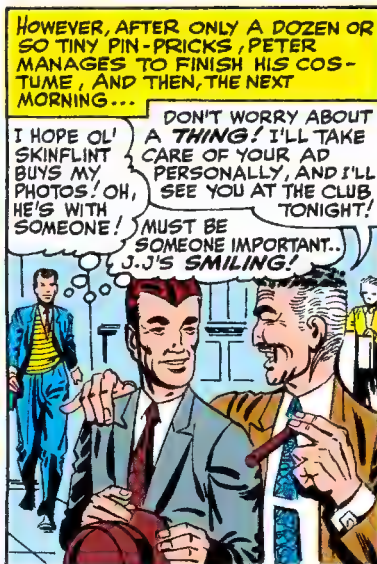
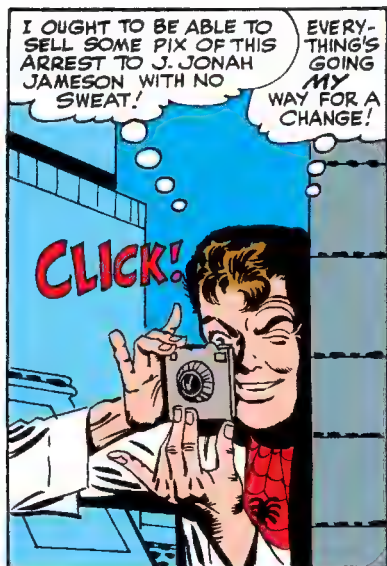
HMM... LOOKS LIKE THEY FOUND THE ONE THEY WANT!



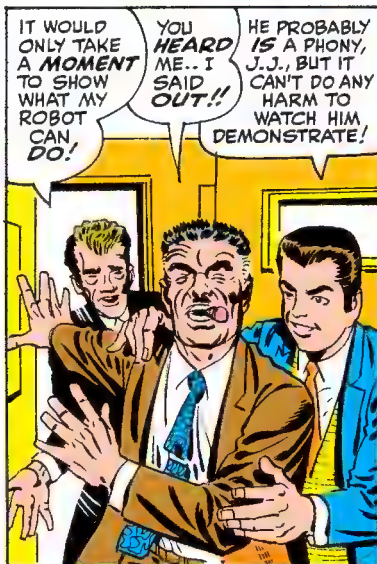
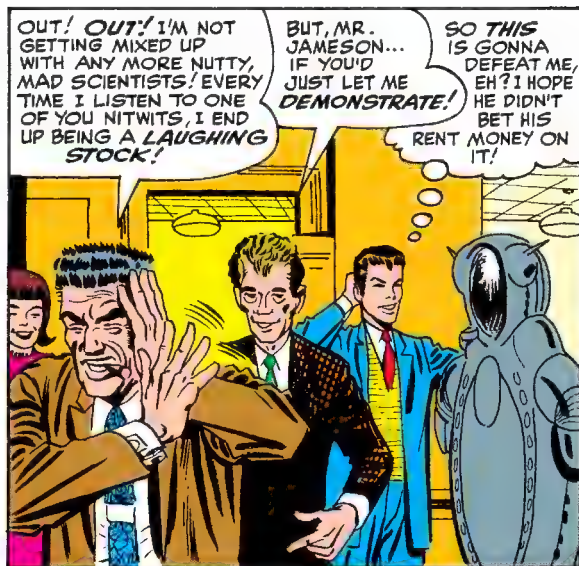
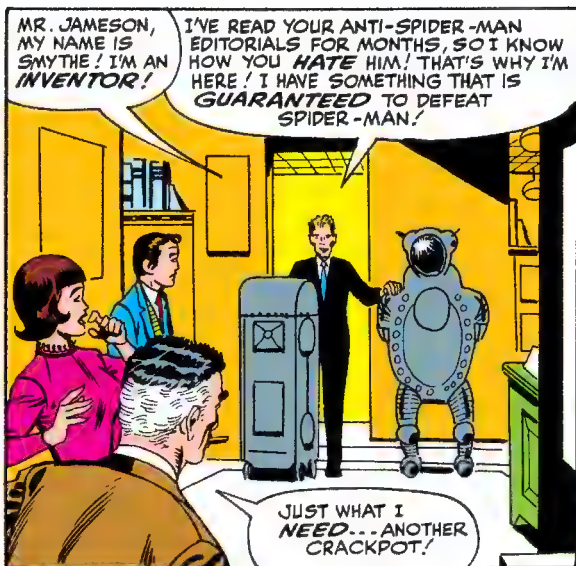
UH OH! IF HE GOES DOWN THAT STREET, HE WON'T SEE THEM!















VERY WELL, SMYTHE! LET'S SEE YOUR DEMONSTRATION!

OWW! CUT IT OUT, BETTY!

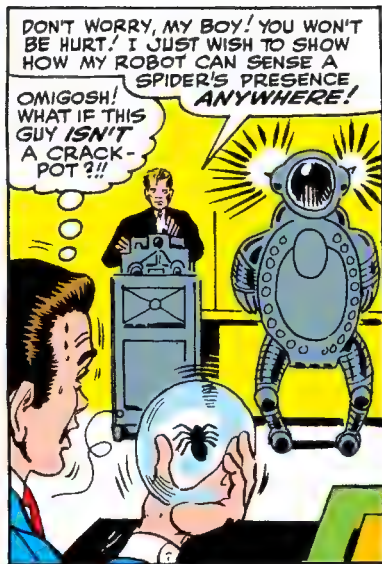
YOU WON'T BE DIS-APPOINT-ED, MR. JAMESON.. I PROMISE!



I JUST NEED SOMEONE TO HOLD THIS LIVE SPIDER IN ITS GLASS CAGE!

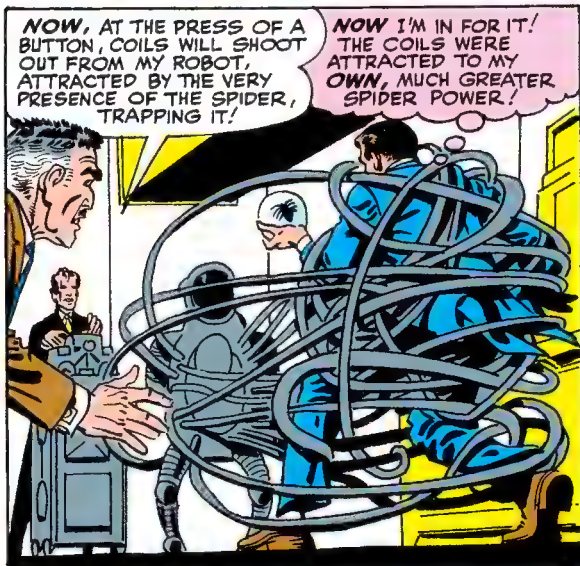
LET PARKER DO IT! IT WAS HIS IDEA!

WHO, ME?



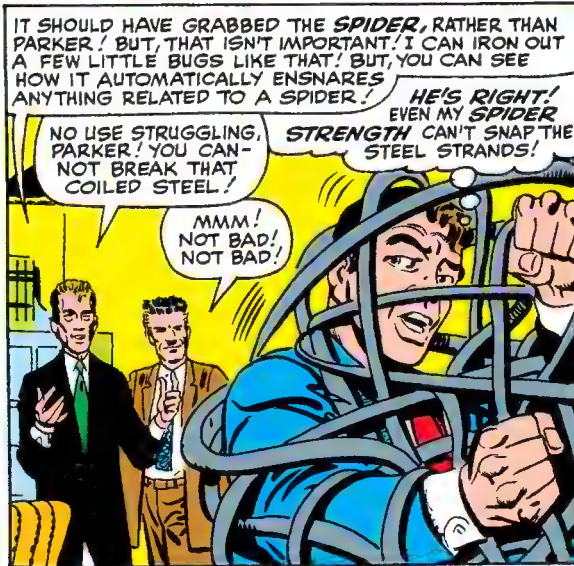
DON'T WORRY, MY BOY! YOU WON'T BE HURT. I JUST WISH TO SHOW HOW MY ROBOT CAN SENSE A SPIDER'S PRESENCE ANYWHERE!

OMIGOSH! WHAT IF THIS GUY ISN'T A CRACK-POT?!!



NOW, AT THE PRESS OF A BUTTON, COILS WILL SHOOT OUT FROM MY ROBOT, ATTRACTED BY THE VERY PRESENCE OF THE SPIDER, TRAPPING IT!

NOW I'M IN FOR IT! THE COILS WERE ATTRACTED TO MY OWN, MUCH GREATER SPIDER POWER!

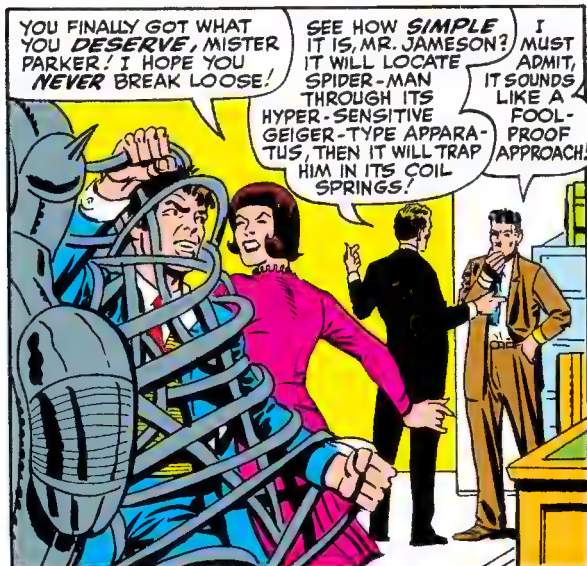


IT SHOULD HAVE GRABBED THE SPIDER, RATHER THAN PARKER. BUT, THAT ISN'T IMPORTANT. I CAN IRON OUT A FEW LITTLE BUGS LIKE THAT! BUT, YOU CAN SEE HOW IT AUTOMATICALLY ENSNARES ANYTHING RELATED TO A SPIDER!

HE'S RIGHT! EVEN MY SPIDER STRENGTH CAN'T SNAP THE STEEL STRANDS!

NO USE STRUGGLING, PARKER! YOU CAN NOT BREAK THAT COILED STEEL!

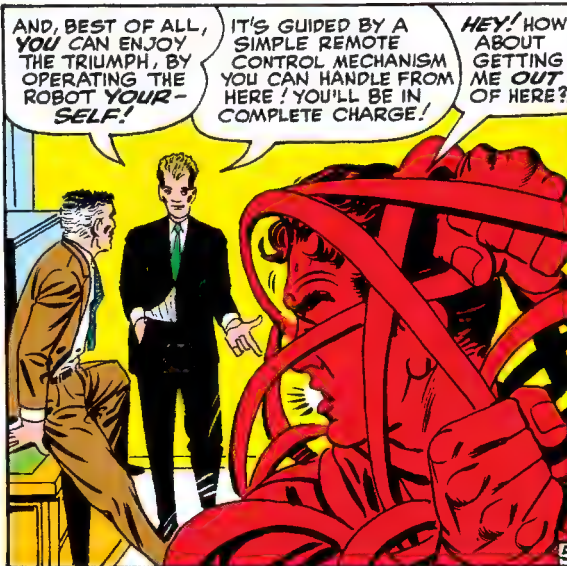
MMM! NOT BAD! NOT BAD!



YOU FINALLY GOT WHAT YOU DESERVE, MISTER PARKER! I HOPE YOU NEVER BREAK LOOSE!

SEE HOW SIMPLE IT IS, MR. JAMESON? IT WILL LOCATE SPIDER-MAN THROUGH ITS HYPER-SENSITIVE GEIGER-TYPE APPARATUS, THEN IT WILL TRAP HIM IN ITS COIL SPRINGS!

I MUST ADMIT, IT SOUNDS LIKE A FOOL-PROOF APPROACH!

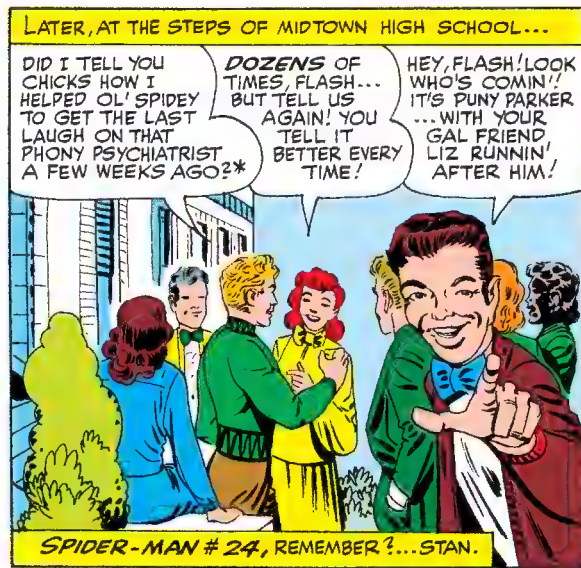


AND, BEST OF ALL, YOU CAN ENJOY THE TRIUMPH, BY OPERATING THE ROBOT YOUR-SELF!

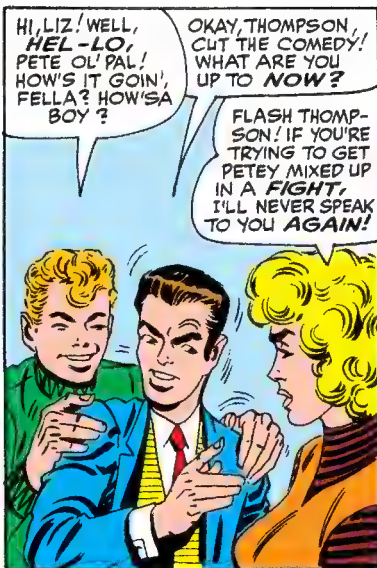
IT'S GUIDED BY A SIMPLE REMOTE CONTROL MECHANISM YOU CAN HANDLE FROM HERE! YOU'LL BE IN COMPLETE CHARGE!

HEY! HOW ABOUT GETTING ME OUT OF HERE?!









HI, LIZ! WELL, HEL-LO, PETE OL' PAL! HOW'S IT GOIN', FELLA? HOW'S A BOY?

OKAY, THOMPSON, CUT THE COMEDY! WHAT ARE YOU UP TO NOW?

FLASH THOMPSON! IF YOU'RE TRYING TO GET PETEY MIXED UP IN A FIGHT, I'LL NEVER SPEAK TO YOU AGAIN!



A FIGHT?? OH PERISH FORBID! I JUST WANT TO TALK TO MY OLD BUDDY, THAT'S ALL!

IN THAT CASE, I'LL LEAVE YOU TWO BOYS ALONE! SEE YOU LATER, PETEY!



"SEE YOU LATER, PETEY!"

YOU CREEP! I WARNED YOU WHAT WOULD HAPPEN IF YOU TRIED TO TWO-TIME ME WITH MY GIRL! I'LL BE WAITIN' FOR YOU AFTER SCHOOL TODAY... AND YOU BETTER BE THERE!



LOOK, MUSCLEBOUND! IF YOU THINK I'VE NOTHING BETTER TO DO THAN...

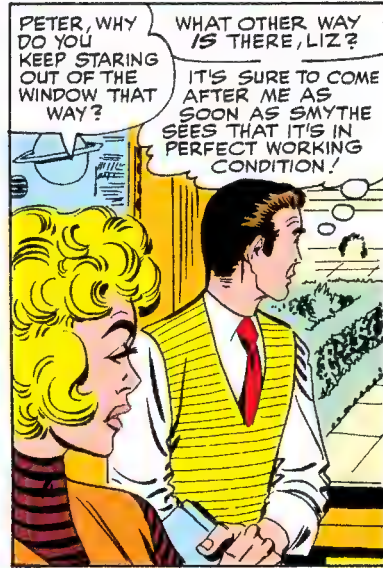
YOU HEARD ME! BE THERE! AND DON'T WORRY... IT'LL BE OVER SO FAST YOU'LL HARDLY FEEL A THING!



PARKER SURE LOOKS JUMPY TODAY!

SO WOULD YOU IF YOU KNEW FLASH THOMPSON WOULD BE WAITING FOR YOU OUTSIDE!

EVERY TIME I HEAR A NOISE, I THINK IT MIGHT BE THAT ROBOT COMING AFTER ME!



PETER, WHY DO YOU KEEP STARING OUT OF THE WINDOW THAT WAY?

WHAT OTHER WAY IS THERE, LIZ?

IT'S SURE TO COME AFTER ME AS SOON AS SMYTHE SEES THAT IT'S IN PERFECT WORKING CONDITION!



AND, AT THAT VERY MOMENT...

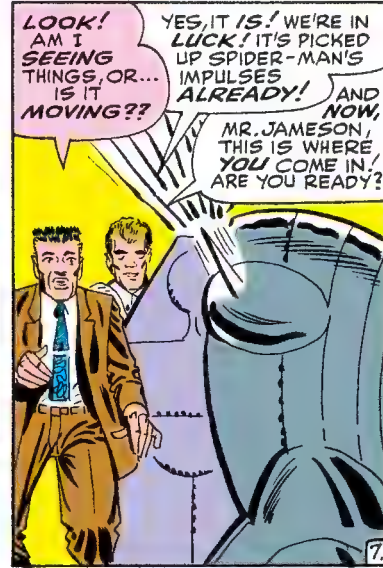
EVERYTHING CHECKS OUT PERFECTLY, MR. JAMESON! IT'LL WORK AS SMOOTH AS SILK! SPIDER-MAN WILL BE YOUR CAPTIVE BEFORE NIGHTFALL!

YOU BETTER BE RIGHT, SMYTHE, IF YOU WANT THAT BONUS I PROMISED YOU!



THERE! I SET IT ON AUTOMATIC! ALL WE HAVE TO DO IS WAIT UNTIL IT PICKS UP THE AURA OF SPIDER-MAN'S PRESENCE, AND THEN YOU'LL HAVE HIM!

POOR SPIDER-MAN! IF THEY TRAP HIM, IT'LL ALL BE PETER'S FAULT!

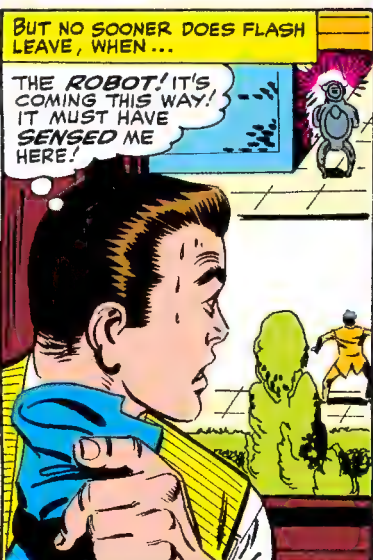
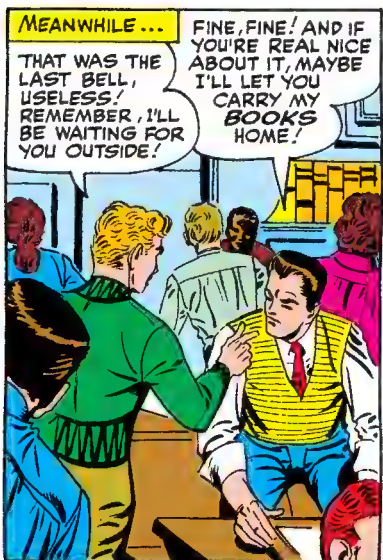
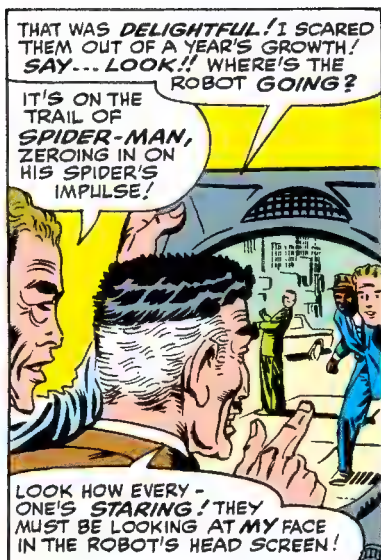
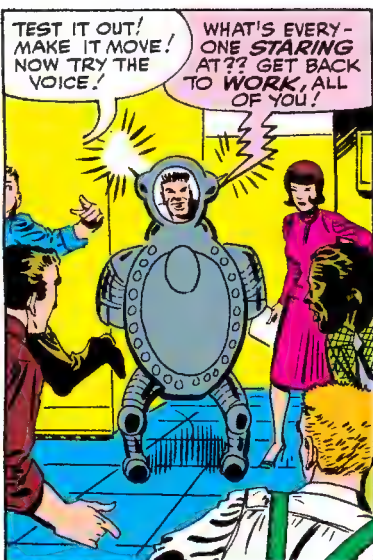
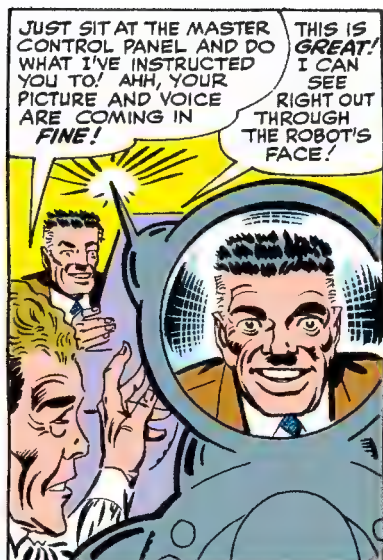


LOOK! AM I SEEING THINGS, OR... IS IT MOVING??

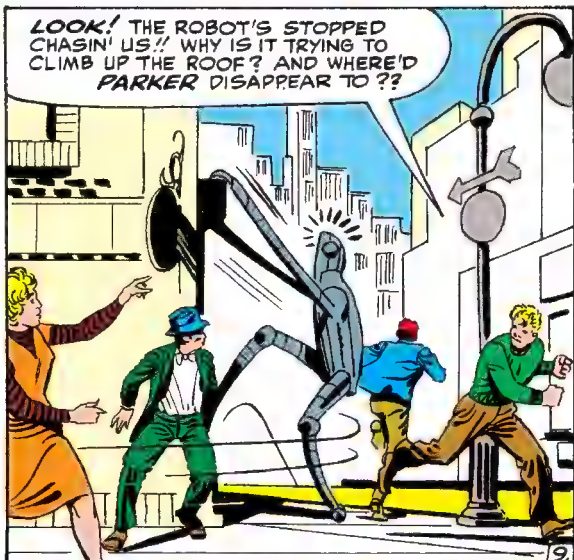
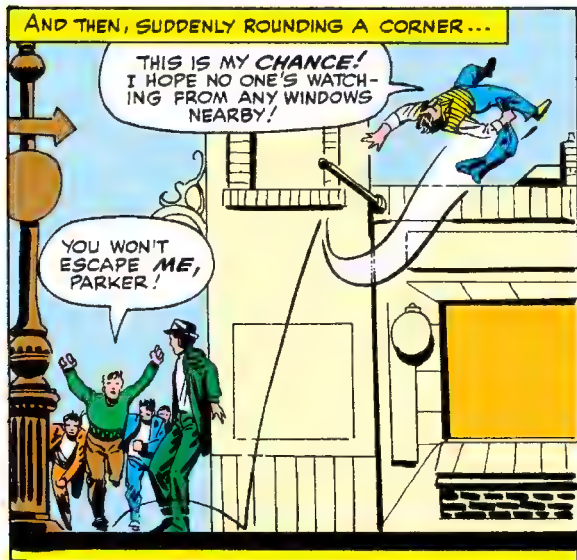
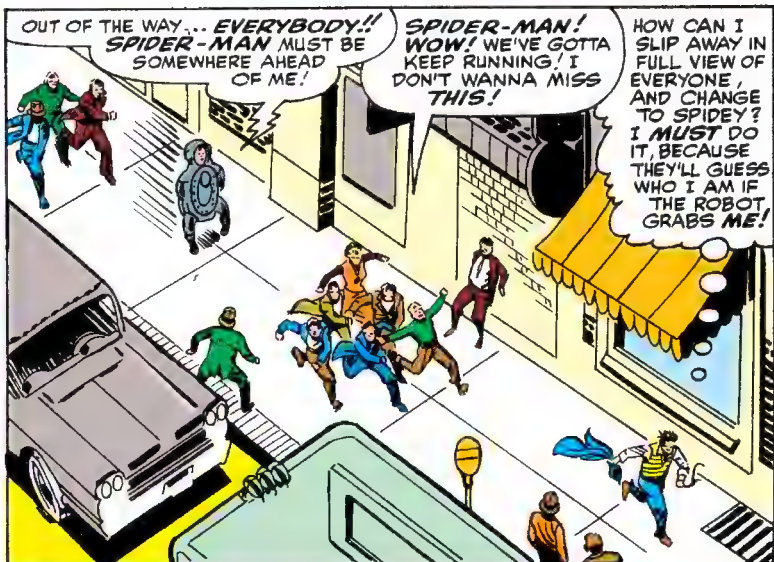
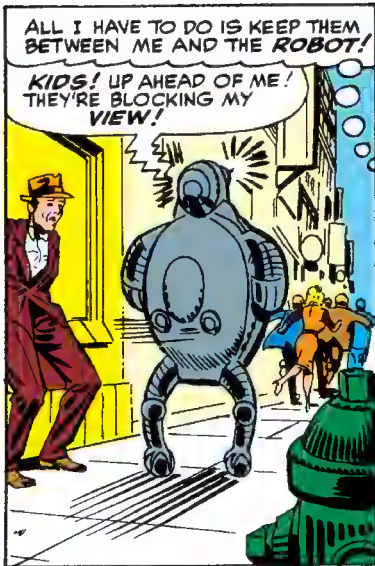
YES, IT IS! WE'RE IN LUCK! IT'S PICKED UP SPIDER-MAN'S IMPULSES ALREADY!

AND NOW, MR. JAMESON, THIS IS WHERE YOU COME IN! ARE YOU READY?

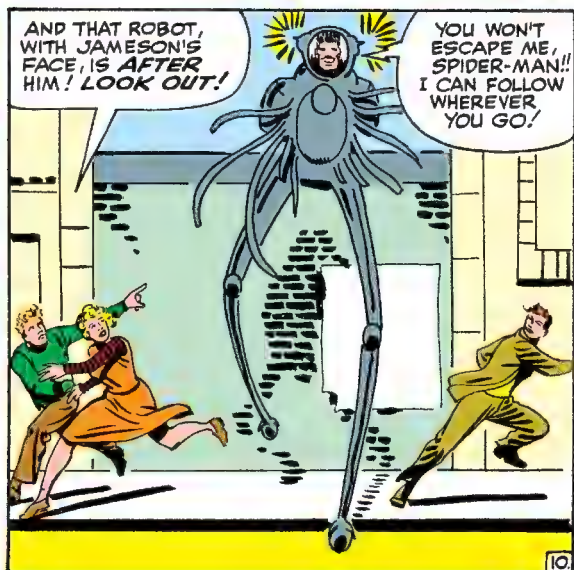
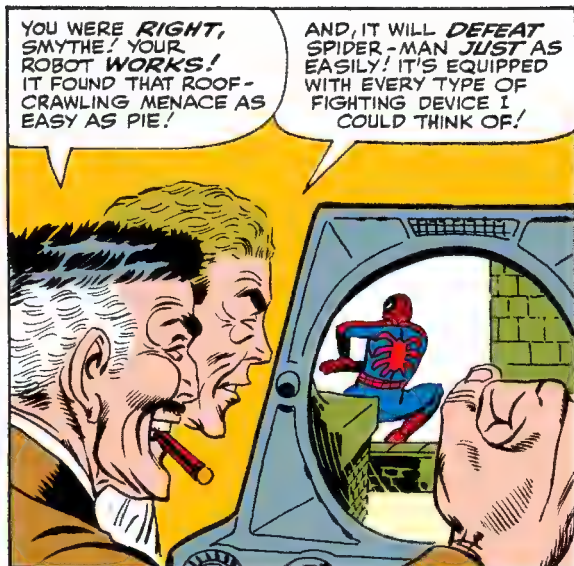




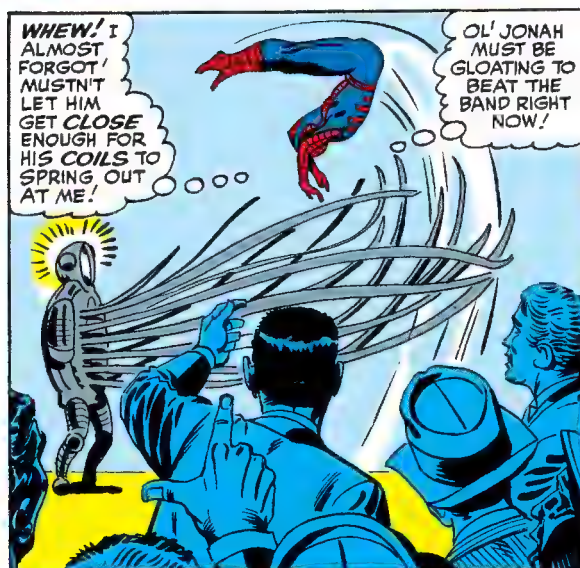
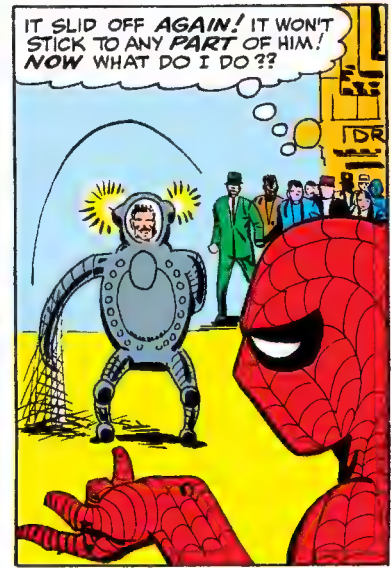
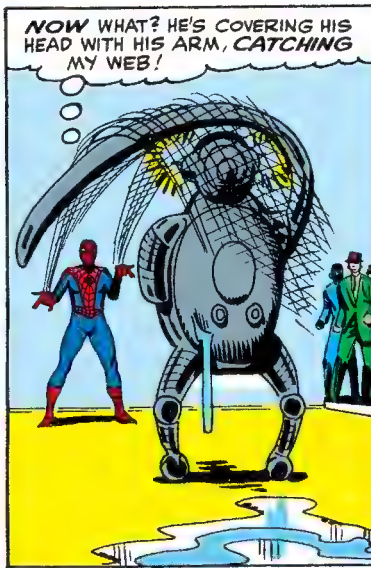




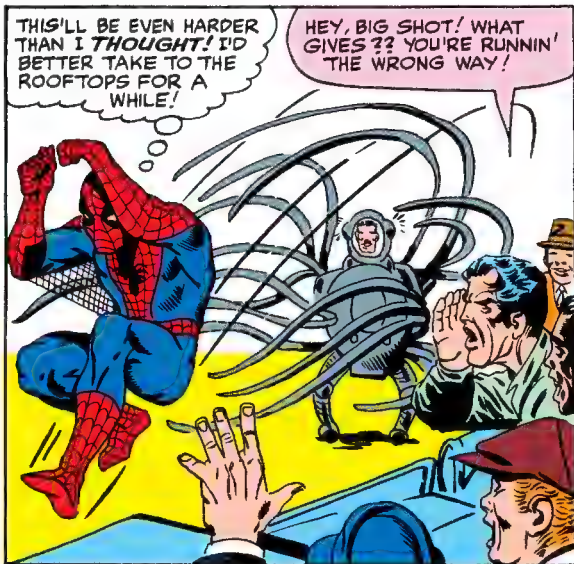




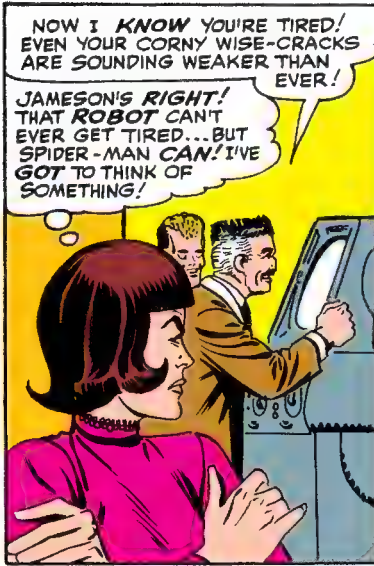




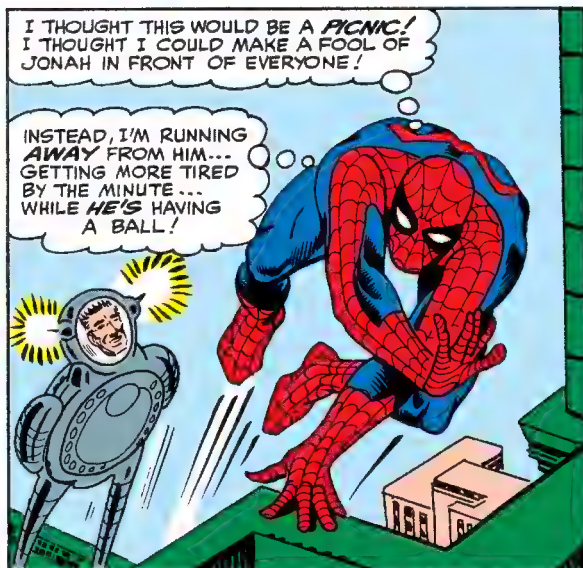




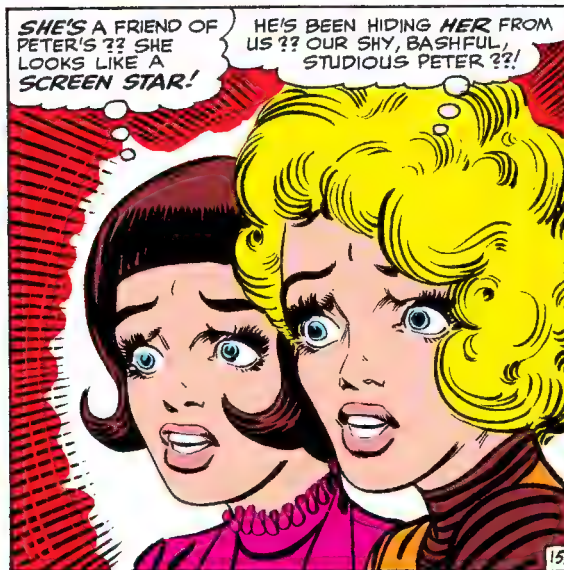
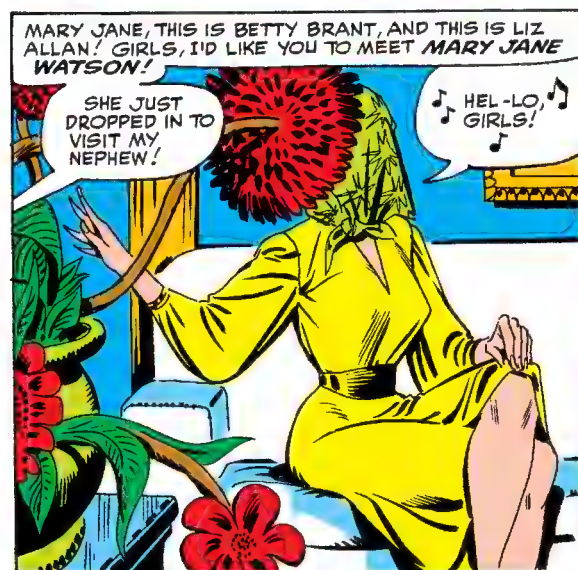
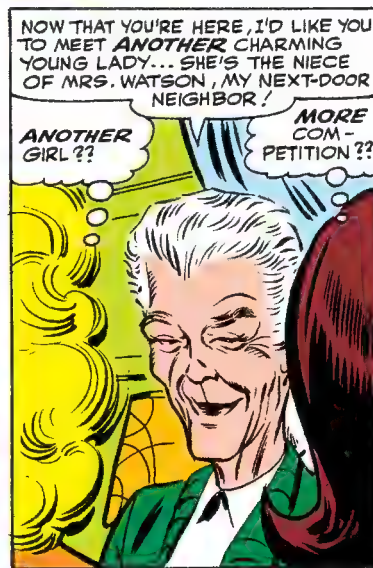
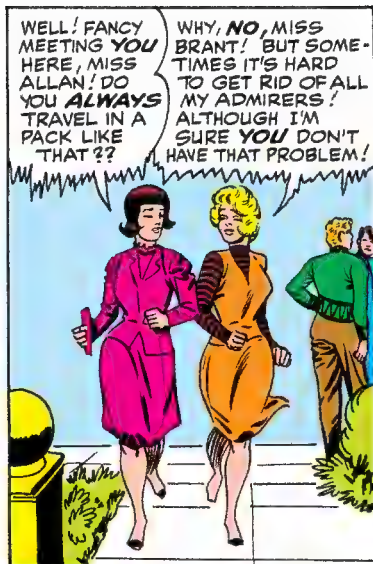








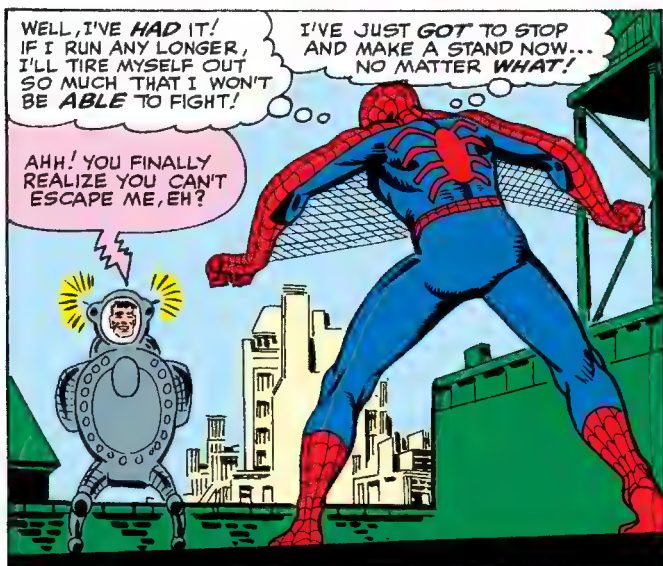












WELL, I'VE HAD IT!  
IF I RUN ANY LONGER,  
I'LL TIRE MYSELF OUT  
SO MUCH THAT I WON'T  
BE ABLE TO FIGHT!

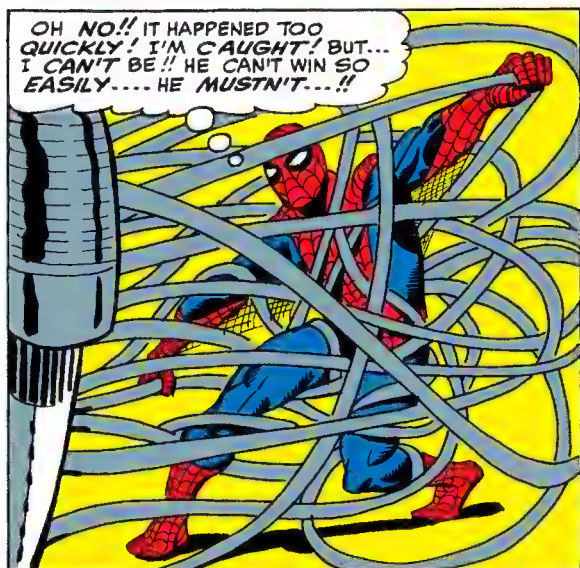
I'VE JUST GOT TO STOP  
AND MAKE A STAND NOW...  
NO MATTER WHAT!

AHH! YOU FINALLY  
REALIZE YOU CAN'T  
ESCAPE ME, EH?

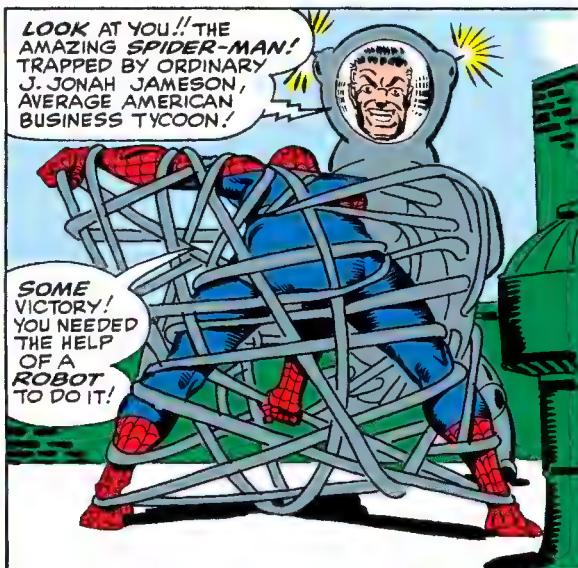


IF ONLY I COULD BOTTLE UP  
THIS GLORIOUS MOMENT, AND  
TAKE OUT THE CORK AND  
RE-LIVE IT WHENEVER I  
WANT TO!

THE COILS!  
THEY'RE SHOOTING  
OUT AT ME FASTER  
THAN I EXPECTED!



OH NO!! IT HAPPENED TOO  
QUICKLY! I'M CAUGHT! BUT...  
I CAN'T BE!! HE CAN'T WIN SO  
EASILY.... HE MUSTN'T...!!



LOOK AT YOU!! THE  
AMAZING SPIDER-MAN!  
TRAPPED BY ORDINARY  
J. JONAH JAMESON,  
AVERAGE AMERICAN  
BUSINESS TYCOON!

SOME  
VICTORY!  
YOU NEEDED  
THE HELP  
OF A  
ROBOT  
TO DO IT!



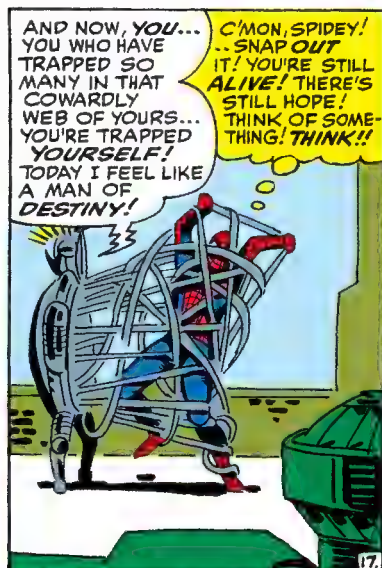
FIE! JUST A MINOR DETAIL!!

I MUST REWARD  
PETER PARKER  
FOR CONVINCING  
ME TO USE THE  
DEVICE WHICH HAS  
DEFEATED YOU!



TO PROVE MY GRATITUDE, I'LL  
BE UNUSUALLY GENEROUS!  
I'LL ALLOW HIM TO CALL  
ME JONAH IF HE WISHES!

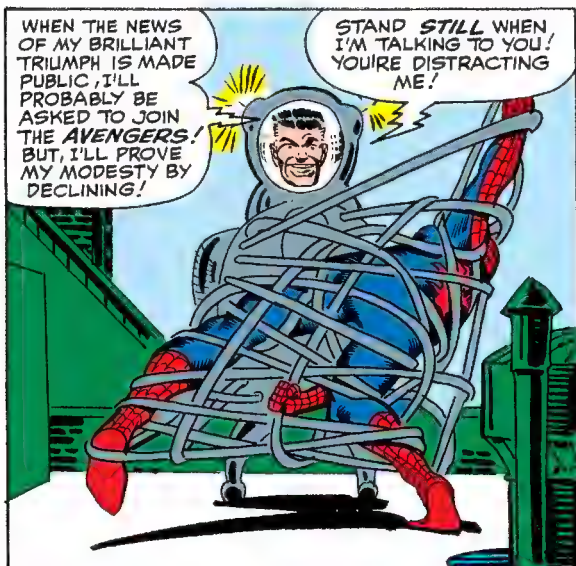
I'D LIKE TO REWARD  
PETER PARKER,  
ALSO!! WITH A  
BRICK! HOW COULD  
I HAVE BEEN SUCH  
A STUPID LUNK-  
HEAD?!!



AND NOW, YOU...  
YOU WHO HAVE  
TRAPPED SO  
MANY IN THAT  
COWARDLY  
WEB OF YOURS...  
YOU'RE TRAPPED  
YOURSELF!  
TODAY I FEEL LIKE  
A MAN OF  
DESTINY!

C'MON, SPIDEY!  
...SNAP OUT  
IT! YOU'RE STILL  
ALIVE! THERE'S  
STILL HOPE!  
THINK OF SOME-  
THING! THINK!!





WHEN THE NEWS OF MY BRILLIANT TRIUMPH IS MADE PUBLIC, I'LL PROBABLY BE ASKED TO JOIN THE AVENGERS! BUT, I'LL PROVE MY MODESTY BY DECLINING!

STAND STILL WHEN I'M TALKING TO YOU! YOU'RE DISTRACTING ME!



IT'S *USELESS!* THE MORE I STRUGGLE, THE TIGHTER THESE COILS WRAP THEMSELVES AROUND ME!

IF ONLY I COULD *BURN* MY WAY OUT!! *RATS!* YOU NEVER CAN FIND A *HUMAN TORCH* WHEN YOU NEED ONE!

SAY IT, SPIDER-MAN!... SAY IT! LET ME HEAR YOU SAY YOU *SURRENDER!*



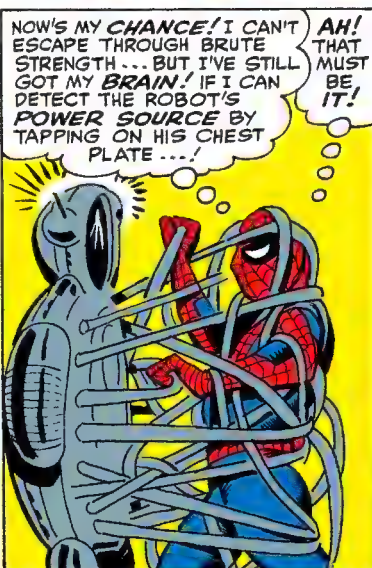
OKAY, SMYTHE! NOW THAT WE HAVE HIM TRAPPED AND HELPLESS, WHAT DO WE DO *NEXT?*

WELL, IF THE ROBOT TRIES TO BRING HIM BACK HERE, THE COILS MAY LOOSEN DURING THE TRIP, AND HE MIGHT ESCAPE!

DON'T GO 'WAY! WE'LL BE RIGHT THERE!

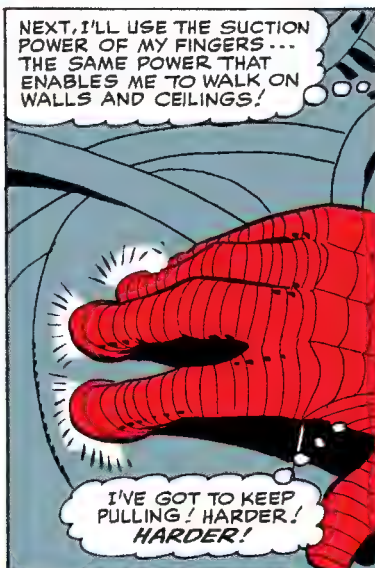
SO WE'LL GO TO HIM INSTEAD! WE'LL LOCATE HIM WITH THIS PORTABLE FINDER!

CHORTLE!



NOW'S MY *CHANCE!* I CAN'T ESCAPE THROUGH BRUTE STRENGTH... BUT I'VE STILL GOT MY *BRAIN!* IF I CAN DETECT THE ROBOT'S *POWER SOURCE* BY TAPPING ON HIS CHEST PLATE...

AH! THAT MUST BE IT!



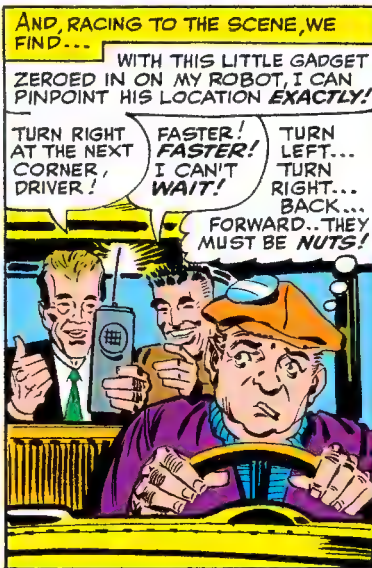
NEXT, I'LL USE THE SUCTION POWER OF MY FINGERS... THE SAME POWER THAT ENABLES ME TO WALK ON WALLS AND CEILINGS!

I'VE GOT TO KEEP PULLING! HARDER! HARDER!



*THERE!* NOW, HERE'S WHERE MY KNOWLEDGE OF *SCIENCE* COMES IN! I'VE GOT BRIEF MINUTES TO FIGURE OUT THE OPERATION OF THIS PANEL!

LUCKY I *AM* THE BOOKWORM THAT FLASH CALLS ME!!



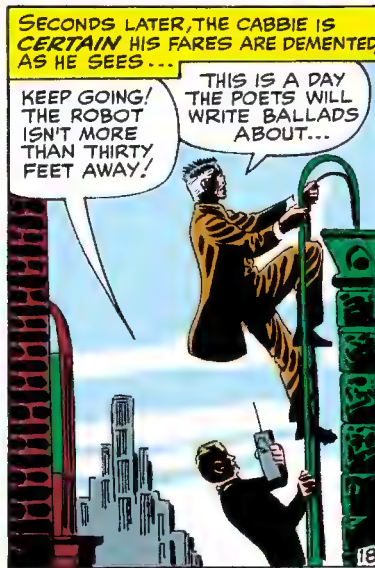
AND, RACING TO THE SCENE, WE FIND...

WITH THIS LITTLE GADGET ZEROED IN ON MY ROBOT, I CAN PINPOINT HIS LOCATION *EXACTLY!*

TURN RIGHT AT THE NEXT CORNER, DRIVER!

FASTER! *FASTER!* I CAN'T WAIT!

TURN LEFT... TURN RIGHT... BACK... FORWARD... THEY MUST BE NUTS!

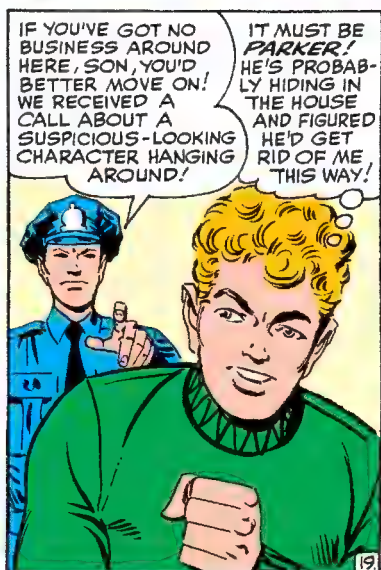
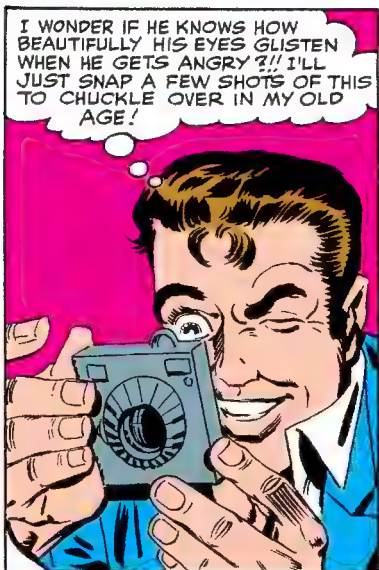


SECONDS LATER, THE CABBIE IS *CERTAIN* HIS FARES ARE DEMENTED, AS HE SEES...

KEEP GOING! THE ROBOT ISN'T MORE THAN THIRTY FEET AWAY!

THIS IS A DAY THE POETS WILL WRITE BALLADS ABOUT...



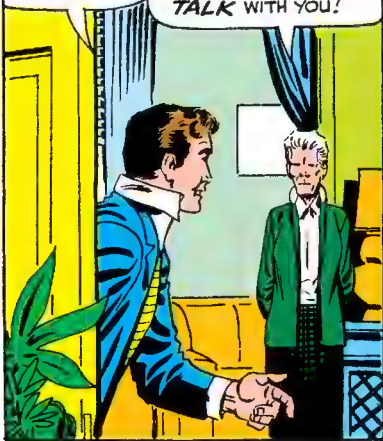




FINALLY, A SHORT TIME LATER...

HI, AUNT MAY!  
SORRY I'M  
LATE! BOY, I'M  
STARVED!

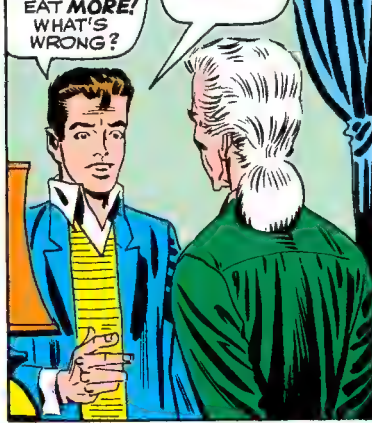
YOU CAN HAVE SOME-  
THING TO EAT **LATER!**  
RIGHT NOW, I WANT  
TO HAVE A **SERIOUS  
TALK** WITH YOU!



WOW! IT  
**MUST** BE  
SERIOUS!  
YOU'RE  
ALWAYS  
TRYING TO  
GET ME TO  
EAT **MORE!**  
WHAT'S  
WRONG?

THAT, YOUNG MAN, IS  
WHAT I WANT YOU  
TO TELL ME!

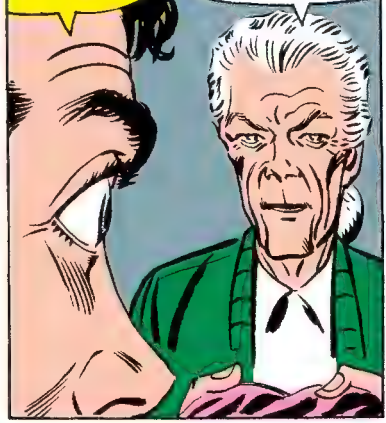
WHAT  
DO YOU  
MEAN?



I WENT UP TO TIDY YOUR ROOM AFTER  
MARY JANE WENT HOME, AND...

MARY JANE?!  
WHAT WAS  
SHE DOING  
HERE?

I WANTED YOU  
TO **MEET** HER...  
BUT, THAT CAN  
WAIT!

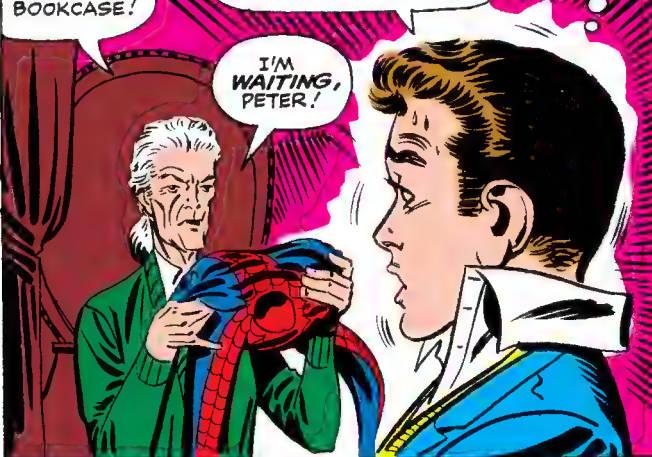


THIS IS MORE  
**IMPORTANT!**  
I HAPPENED TO  
**FIND** THIS  
BEHIND THE  
BOOKCASE!

MY EXTRA **SPIDER-MAN** COSTUME!  
I'VE GOT TO THINK OF SOMETHING  
**FAST!**

OH, THAT OL' THING! I  
CAN EXPLAIN THAT...

I'M  
WAITING,  
PETER!



I'VE GOT TO  
FIND A WAY TO  
CLEAR MYSELF  
WITHOUT **LYING**  
TO HER...

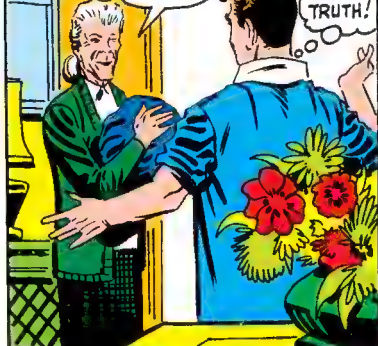
IT'S JUST A **DISGUISE**,  
AUNT MAY... I WAS GOING  
TO USE IT TO **FOOL** SOME  
PEOPLE! LOOK... YOU CAN  
SEE IT HASN'T EVEN BEEN  
WORN! IT'S BRAND NEW!  
I'VE NEVER EVEN HAD IT  
**ON!**



GOSH, I CAN'T BELIEVE YOU  
SUSPECT **ME** OF BEING SPIDER-  
MAN! LOOK UNDER MY COAT  
SLEEVES... NO COSTUME! NOW,  
WOULD **HE** EVER GO OUT WITHOUT  
IT?

PETER PARKER!  
YOU SILLY BOY!!  
OF **COURSE**  
YOU'RE NOT SPIDER-  
MAN!

SO FAR I  
HAVEN'T  
ACTUALLY  
TOLD AN  
UN-  
TRUTH!



BUT, I DON'T WANT YOU WEARING  
THAT SILLY COSTUME TO ANY  
PARTIES... IT MIGHT GET YOU IN  
**TROUBLE!** SO, I'LL JUST TAKE  
IT **WITH** ME! AND THERE'S A  
CAKE FOR YOU IN  
THE KITCHEN!

SHE'S  
**GONE!**  
BOY,  
WHAT A  
CLOSE  
SHAVE!



SHE MUST **NEVER**  
DISCOVER MY SECRET!  
AT HER AGE, THE SHOCK  
COULD BE FATAL!

BUT, I'M IN THE CLEAR AGAIN... FOR  
NOW! ALL IN ALL, THINGS DIDN'T  
WORK OUT **TOO** BADLY... EXCEPT  
THAT I'VE BECOME A SUPER-HERO  
WITHOUT A **COSTUME!**

WHAT IF I  
HAVE TO  
BECOME  
**SPIDEY**  
AGAIN,  
SOON?

OH, WELL, I'LL  
WORRY  
ABOUT  
THAT  
WHEN THE  
TIME  
COMES!



AND, UNLESS WE MISS OUR GUESS,  
THAT TIME IS COMING SOONER THAN  
PETER THINKS! BUT, YOU'LL LEARN  
ABOUT IT FOR YOURSELF WHEN YOU  
READ OUR SENSATIONAL NEXT  
ISSUE... DON'T MISS IT! IT'S **YOUR**  
KIND OF YARN!





# THE SPIDER'S WEB

Please address  
your letters to.

THE MARVEL  
COMICS GROUP  
SECOND FLOOR  
625 MADISON AV.  
NEW YORK 10022  
N. Y.

—Admit it now! This may not have been the greatest story ever written, but it sure had more sub-plots than you could shake a Daily Bugle at! And what did you think of Mary Jane Watson? (What you could see of her, at any rate!) Oh well, no sense asking you now—as soon as your letters start arriving, we'll have the official verdict!

Dear Everybody:

Is my face red! As Stan's "gal Friday," it's my job to send these Spider's Web pages to the printer each month. I still don't know how it happened, but I repeated Tip Daniel's letter, together with our answer, in both Spidey #22 and #23! Nobody here realized it until hundreds of you wrote in to mention my super-king-size-bonehead mistake! So, I thought this would be the best way to apologize—and, I'll bet it will be months before the bullpen gang calls me Fabulous Flo again!—sob!—

Flo Steinberg

Room 203, 625 Mad. Ave., NYC, N Y

Aw, it's okay, Flo! It's such a relief to have someone else make a mistake for a change that we're not even mad! But, if it happens again, no more no-prizes for you.

Dear Steve and Stan,

You might wonder why I named stalwart Steve before smarty Stan. It's because "Shakespeare" Lee has been hogging all the credit. Just months ago I was a 120 pound bad quality comic book reader. I had dirt kicked in my face and was laughed at at comic book stores. Then I learned the error of my ways and made a U-turn in the road of life. I am now a 120 pound good quality reader. I am referring, of course, to the boon of civilization, the conscience of America, the thrillers of the Western Hemisphere—Marvel Comics! I don't think you should, as many suggest, give heroes who share comics their own books or make bi-monthlies monthly for three reasons: 1) The men in the white coats would haul you off in two months, 2) It would decrease the unbelievable quality of your classics, and 3) Your readers couldn't keep up with all the issues. Some people could manage but not everyone is a Wall Street wizard. So please keep everything the same.

James Murphy, 1750 Main  
Oswatomic, Kansas

Steverino says "Will do," Jimmy—but Stan is still sulking in the corner because his name was last!

—By the way, be sure to read the M.M.M.S. announcement elsewhere in this issue! Our membership has become so enormous that we haven't room for all our club news on these letters pages any more! How about that!

Dear Stan and Steve,

This time you guys have pushed me pretty far. Before, you've done a lot of other things to Spidey and made me mad. But this time you guys have really done it! Issue #21 was good, but why add another group of people against him? Why can't he show his identity to the world?? The criminals would probably hold Aunt May as a hostage, but what would happen if he joined forces with the F.F.? He's got the brains and you guys know that—I mean, Reed wouldn't reject him because he thought Spidey was stupid. Spidey would give extra brains and strength to the F.F. and while he was on a mission they could take care of his Aunt May. Also, remember that Reed has his place rigged up with alarm gadgets and stuff so no one could enter and harm Aunt May if they were all on a mission. I'm really pleading with you guys to read this letter and think about it. I'm sorry for blowing my top

but you guys have really gone too far in this issue about Spidey.

Mickey Trifkovich, 2453 So. Lawndale  
Chicago, Ill. 60623

Now, now, Mickey boy—calm down! You don't think we're responsible for Spidey's problems, do you? We only report the facts! You wouldn't blame Huntley and Brinkley for the news that they report, would you? Can we help it if Spidey happens to be a loner? Tsk tsk!

## THE MIGHTY MARVEL CHECKLIST

A Line-Up Of Some Of The Marvel-ous Mags On Sale Right Now!

**FANTASTIC FOUR #39:** With their super powers gone, the F.F. must fight Dr. Doom, the most dangerous arch-villain of all! Guest-starring the fearless Daredevil, "A Blind Man Shall Lead Them!" is possibly one of the ten greatest thrillers you will ever read!

**AVENGERS #16:** The biggest surprise of the season! Only mighty Marvel would dare attempt such a startling change! You are about to see a brand new line-up of stars take shape! Definitely not to be missed!

**X-MEN #11:** Another shocker from the House of Ideas! This one was specially produced in answer to many of your earnest requests, and it finally presents the end of the evil mutants! Also, wait till you meet The Stranger!

**THOR #116:** If this were a movie, it could only have been produced by Cecil B. DeMille! Spectacle follows spectacle as you marvel at "The Trial Of The Gods!" Special Note: You'll find more sensational guest stars in this issue than ever before!

**STRANGE TALES #155:** Don't even try to guess the ending of this month's pulse-pounding Torch and Thing epic! Just sit back and enjoy Trumbo's Terrible Toys! As for Dr. Strange, only Steve Ditko could create the mystic mood of "A Nameless Land, A Timeless Time!" It's sheer Marvel magic!

**SUSPENSE #66:** You've seen King Kirby's rendition of Attuma! You've seen Dick Ayers' interpretation! But now—Don Heck makes the underwater terror more fearsome than ever as Iron Man fights him for his life! And Captain America begins one of the greatest cliff-hangers you've ever seen!

**ASTONISH #68:** At last! The King is back! See the Hulk, more incredible than ever under the enchanted pencil of Jack Kirby! And the New Giant-Man again faces his most sinister foe in "Peril From The Long-Dead Past!" This will show why all fandom is agog over Bob Powell's rendition of the titanic Avenger!

**SGT. FURY #18:** Once again tragedy strikes our little cast of characters in one of the most stirring battle sagas of all time! Be prepared for the year's most powerful climax as you learn, with shattering force, why readers everywhere have made Fury's Howlers the world's most famous battle squad!

**SPECIAL NOTE:** Many of you have written to say that the Marvel mags in your town sell out too rapidly and you have trouble finding them! Only you can solve that earth-shaking problem! If enough of you tell your magazine dealers how much you want Marvel's marvel-ous mags, and if enough of you tell your dealers to display the Marvel masterpieces right up front, and to order an extra-large supply so that there'll be plenty to go around, your dealer should start getting the message after a while! So it's up to you! In the immortal words of Irving Forbush, be sure to tell your dealer: **MAKE MINE MARVEL!**



Dear Stan and Steve,

I just got SPIDER-MAN #21 and I have to say that it isn't up to your regular par, but some of my pals who had never read SPIDER-MAN thought it was the greatest! I guess I'm just spoiled for your regularly terrific mags. This is the first time I have ever seen the Beetle so I was kind of curious as to how he got around until a fellow club member told me about him. I can't believe that Betty Brant really likes Peter Parker because she is always thinking that he is with another girl. By the way, on page 16 in the first picture of J.J.J., he has a watch on and in the next picture he does not have one on. Does he blame the loss or theft, whichever the case may be, on poor Spidey? I would not doubt it because every thing else has happened to Spidey in this issue.

Bill Neal  
Keota, Iowa

**As a matter of fact, Billy, Jonah blames the loss on a loose watch strap! (He doesn't know that it's really sleepy Stevey Ditko's fault!)**

—Incidentally, Stan and Steve want to deny the rumor which is going around—the one that says J. Jonah Jameson is a composite picture of the two of them. Actually, Stan says J.J.J. is much more like Steve, while Steve insists that you can't tell Jonah and Stan apart! Personally, we hate to admit it, but the more we see of him, the cuter ol' Jameson is beginning to look to us! Oh well . . .

Dear Stan and Steve,

On behalf of our club I wish to express my admiration for the Marvel Comics Group. I personally think that the Marvel series is the best ever published. The art is magnificent and so are the scripts. It is difficult to compare the characters because every one of them is so good (Of course, they are only as good as their creators make them). Our favorite character is Spider-Man because he is so humorous and elusive. The Avengers are my favorite characters for action-packed enjoyment. I'd like to see more of Daredevil.

Glenville Abrahams, "Eastwood," De Waal Drive  
Cape Town, South Africa

**Glad to hear from you, Glen, and glad to know that our mags are read as far away as South Africa. As for DAREDEVIL, we hope that you will see more of him—but, only after you've bought every latest SPIDER-MAN issue, of course!**

Dear Stan and Steve,

There is one thing I don't understand, and that is, in one issue, Spider-Man is a hero and is liked by everyone and in another, he is disliked and people fear him as though he were a villain. This happens about every other issue. An example of this is in issues #20 and 21. In #20 Spidey is liked and in #21 Spidey is disliked. I would like to know why.

Lowell C. Morris, III, 5101 No. Cypress  
Kansas City, Mo. 64119

**Okay, Lowell, maybe some of our frantic fans will write and tell you! (And, when they do, drop us a line and clue us in, huh?)**

Dear Stan and Steve,

I have just finished reading your latest issue of SPIDER-MAN and would like to forward my sincere belief that SPIDER-MAN is by far the greatest comic book I have yet to read. While in college I have studied every character in the super-hero category that is now being published, and I now wholeheartedly believe that Spidey is the coolest! I have taken to comic book reading in order to relax from the strenuousness of college text books and find that reading about Spidey is quite gratifying. I think that the biggest factor which makes your comic book the best of super-heroes is that every reader knows that Spidey is a hero and yet it is never truly revealed to the characters within the story. This single factor alone puts Spidey ahead of all other super-heroes. It seems to me that all other heroes are becoming stereotyped while Spidey has one adventure after another, each one better than the last.

Jim Boucek, Ohio University  
42 W. Washington, Athens, Ohio

**And you don't catch us disagreeing with any guy who can toss around a word like "strenuousness"!**

Dear Stan and Steve,

Many of us Marvel Madmen here in Warren have been arguing about the appearance of Steve Ditko's . . . uh . . .

face. We have come to no definite conclusion as to what he may look like except that the majority of us believes that he looks exactly like J. Jonah Jameson. We'd appreciate your publishing a photo of Steve in a future issue of SPIDER-MAN or STRANGE TALES.

Roy Rantilla, 1099 Bane St. S.W.  
Warren, Ohio

**Only if we can use someone else's camera! He's already broken all of our lenses every time he poses for us!**

Dear Stan and Steve,

Even though I know I will probably be criticized for my opinions, I also realize that the cover of a comic book is an important introduction to its contents. If the cover is a complete flop, then this is a sign that a poor comic story will follow. I was glad to see that you only had twenty extra words on the cover of #21. You've certainly reduced since issue #20—24 words—and a lot since issue #14—78 words. I didn't think that the 20 words on issue #21 had as much impact as the 21 words on issue #10. Certain words like "merciless" and "hates" are more compelling than "super-spectacular" and "says." The artwork was wonderful except for the right bulging kneecap on Spidey's leg. The outlines of Webhead's muscles were superb. Something that you have never done before on any of your covers was added. These were the tiny strands around the main rope of web on which Spidey was clinging. The dull background is something that I have always disliked, and the one on #21 was terrible compared to #18 where the different shades moved from gray (bottom) to dark blue (top). Now I'll sign off having the relief of knowing that you know that I know that Spidey's a great guy and has the best magazine in the world!

Tim Wise, 224 Arundel Rd.  
Riviera Beach, Md. 21123

**And that last sentence makes up for everything else, Timmy ol' pal!**



Dear Stan and Steve,

I think your mags are the greatest! Personally I think Spider-Man is the best comic you ever put out, especially Spider-Man #21. However, FF #35—"Calamity on the Campus" is one of the best mags of all time! SPIDER-MAN #8 was a smash with the Living Brain. I think the one thing that made this ish a must was the fight between Flash and Pete. I also like STRANGE TALES, but I don't like Dr. Strange. He's great as a guest star, but not as a hero in his own strip. One other thing, if you give the Watcher his own mag, it'll be a smash. Why don't you add some colors to the F.F.'s uniforms? Let's have a return of the Scorpion. Have Spider-Man save the Torch's life or something so that things are patched up between them. Also, have Spidey tell Betty his secret identity. 'Nuff said!

Larry Phelan, 12423 Spanish Pd. Rd.  
St. Louis, Mo.

**And that's that! There's nothing left for us to comment on, Larry! You said it all!**

—Our next issue is so utterly stupendous that we won't even attempt to describe it now! Nothing we can say will do it justice! All we'll tell you is—no loyal web-spinner would want to miss it! Even Stan and Steve plan to buy a copy—and they've already read it! That's SPIDER-MAN #26—the ever-lovin' most! Till then, don't wrinkle your costume, and face front!





MARVEL  
COMICS  
GROUP **12¢**

IND.

# *the* AMAZING SPIDER-MAN

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

**26**  
JULY

**"THE MAN IN THE  
CRIME-MASTER'S  
MASK!"**





# THE MYSTERY OF "THE MAN IN The CRIME-MASTER'S MASK!"

BOTH THE **CRIME-MASTER** AND THE **GREEN GOBLIN** KNOW EACH OTHER'S TRUE IDENTITIES!!

*But...*

WHAT STRANGE SECRET IS KNOWN **ONLY** TO **FREDERICK FOSWELL ??**



CAN **SPIDER-MAN** SOLVE THIS DARK RIDDLE, CLOAKED WITHIN A GRIM PUZZLE, HIDDEN BENEATH THE SHADOWS OF A DEADLY ENIGMA??

STEALTHILY SCRIPTED BY.... **STAN LEE**  
PAINSTAKINGLY PLOTTED AND  
DRAWN BY... **STEVE DITKO**  
LOVINGLY LETTERED BY... **S. ROSEN**



WITH THE COMING OF NIGHT, A SILENT TEEN-AGER FURTIVELY OPENS HIS BEDROOM DOOR...

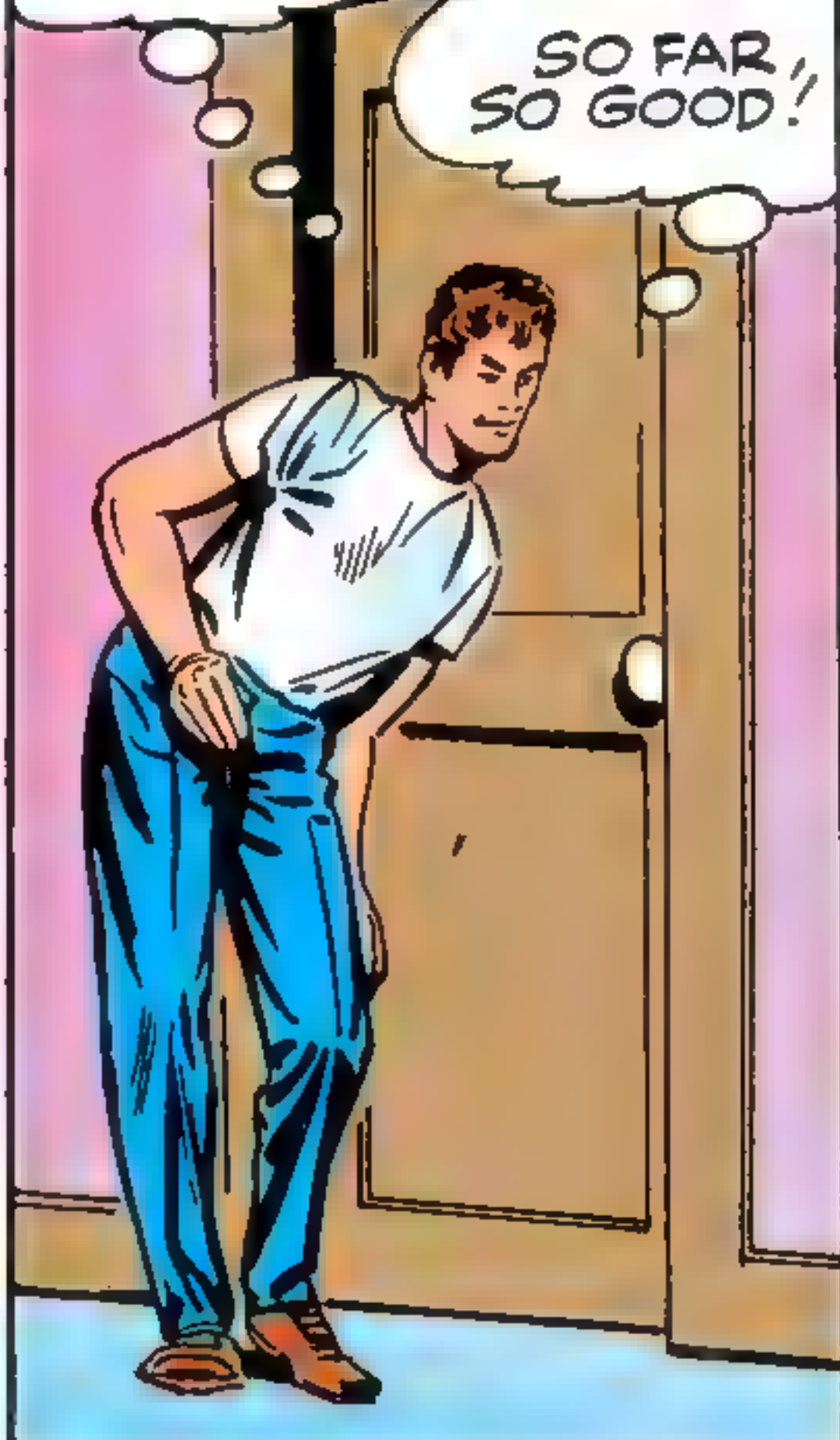
NOW IS MY CHANCE TO FIND THE COSTUME AUNT MAY TOOK FROM ME.\*



\*AS SHOWN IN SPIDER-MAN # 25... STAN.

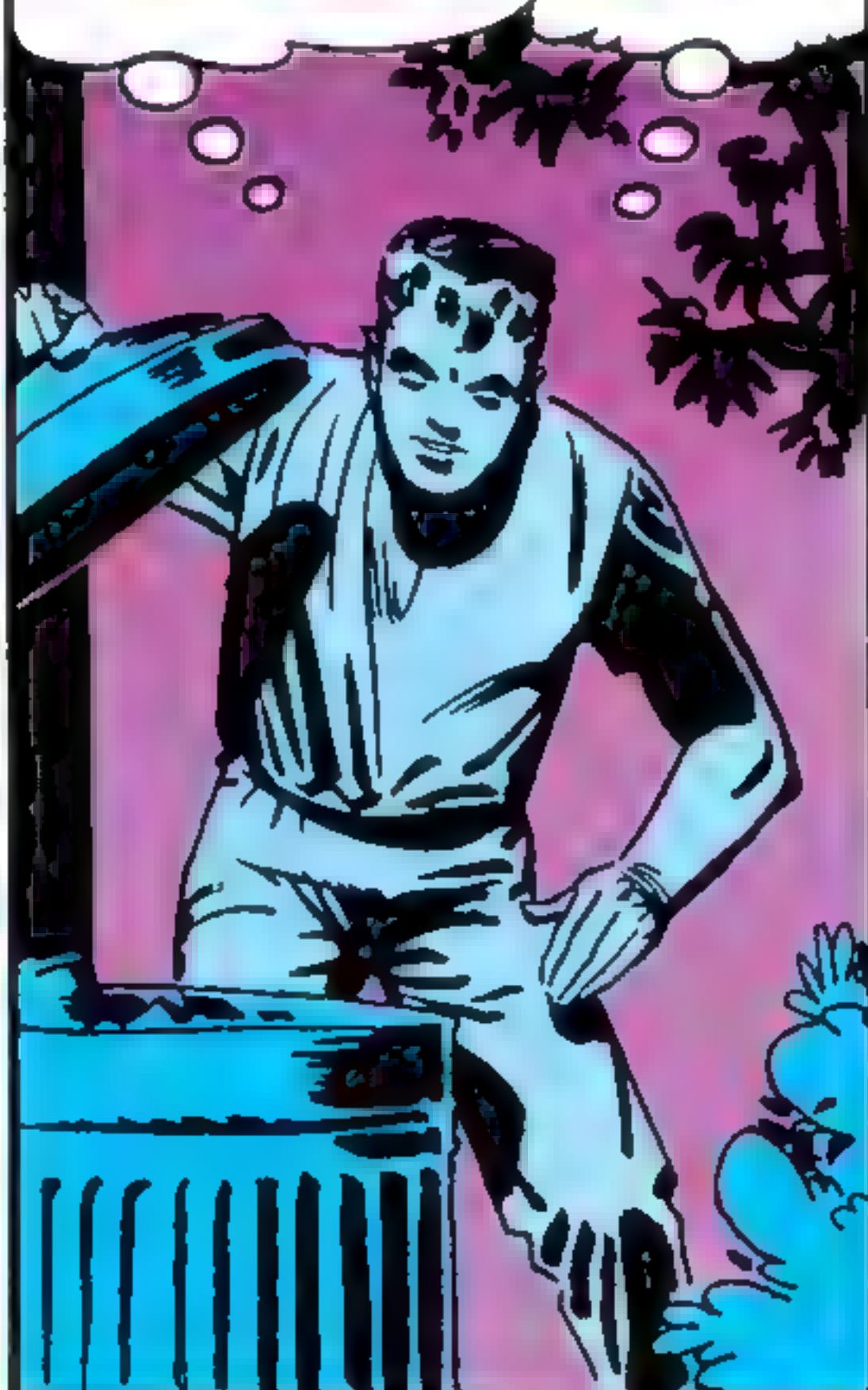
I CAN TELL BY HER STEADY BREATHING THAT SHE'S SOUND ASLEEP!

SO FAR, SO GOOD!



IT'S NOT HERE IN THE TRASH CAN, SO SHE COULDN'T HAVE THROWN IT AWAY YET!

IT MUST STILL BE SOMEWHERE IN THE HOUSE!

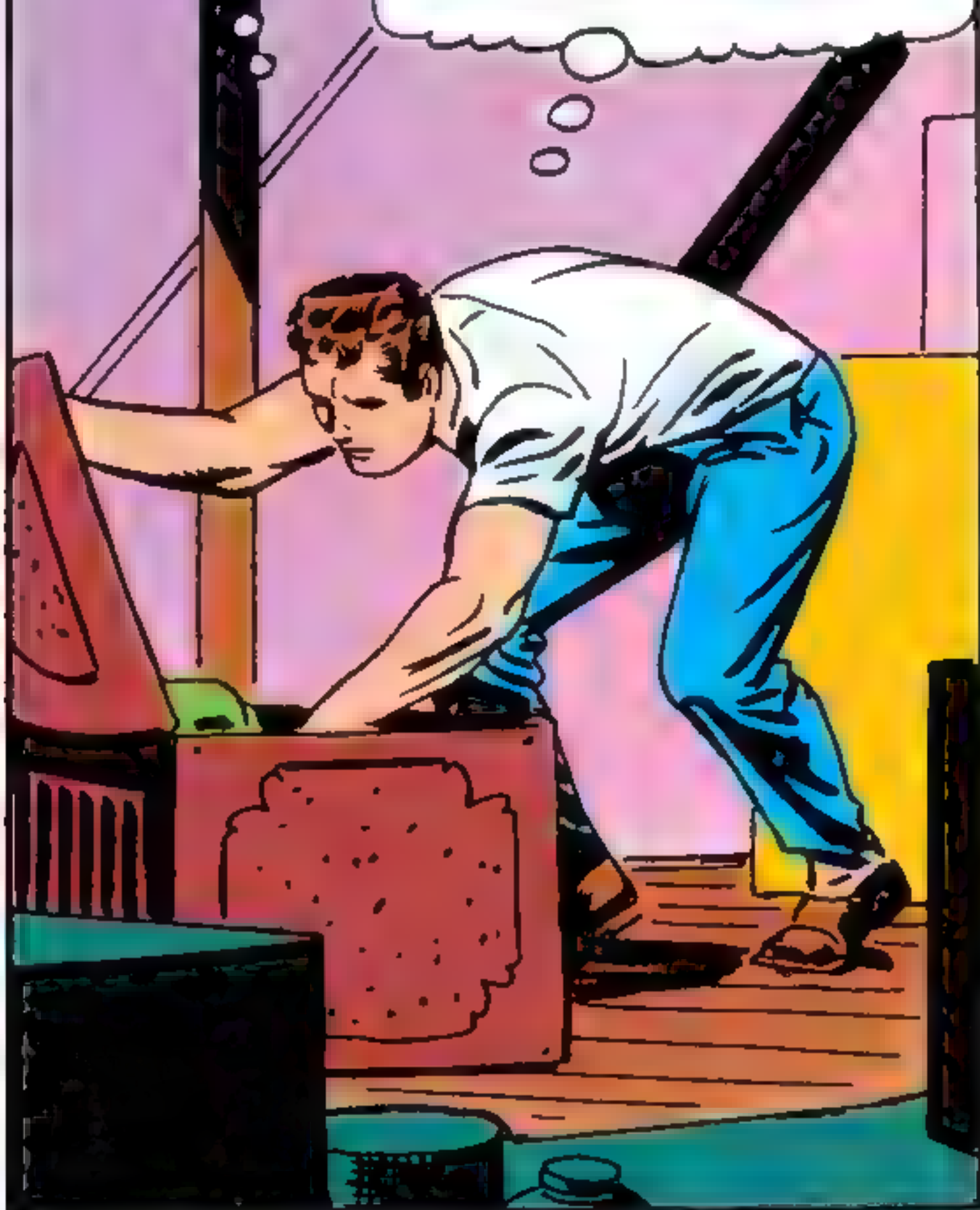


I'VE TRIED EVERY CLOSET AND CUPBOARD! THERE ISN'T A SIGN OF IT! PERHAPS, IN THE ATTIC...

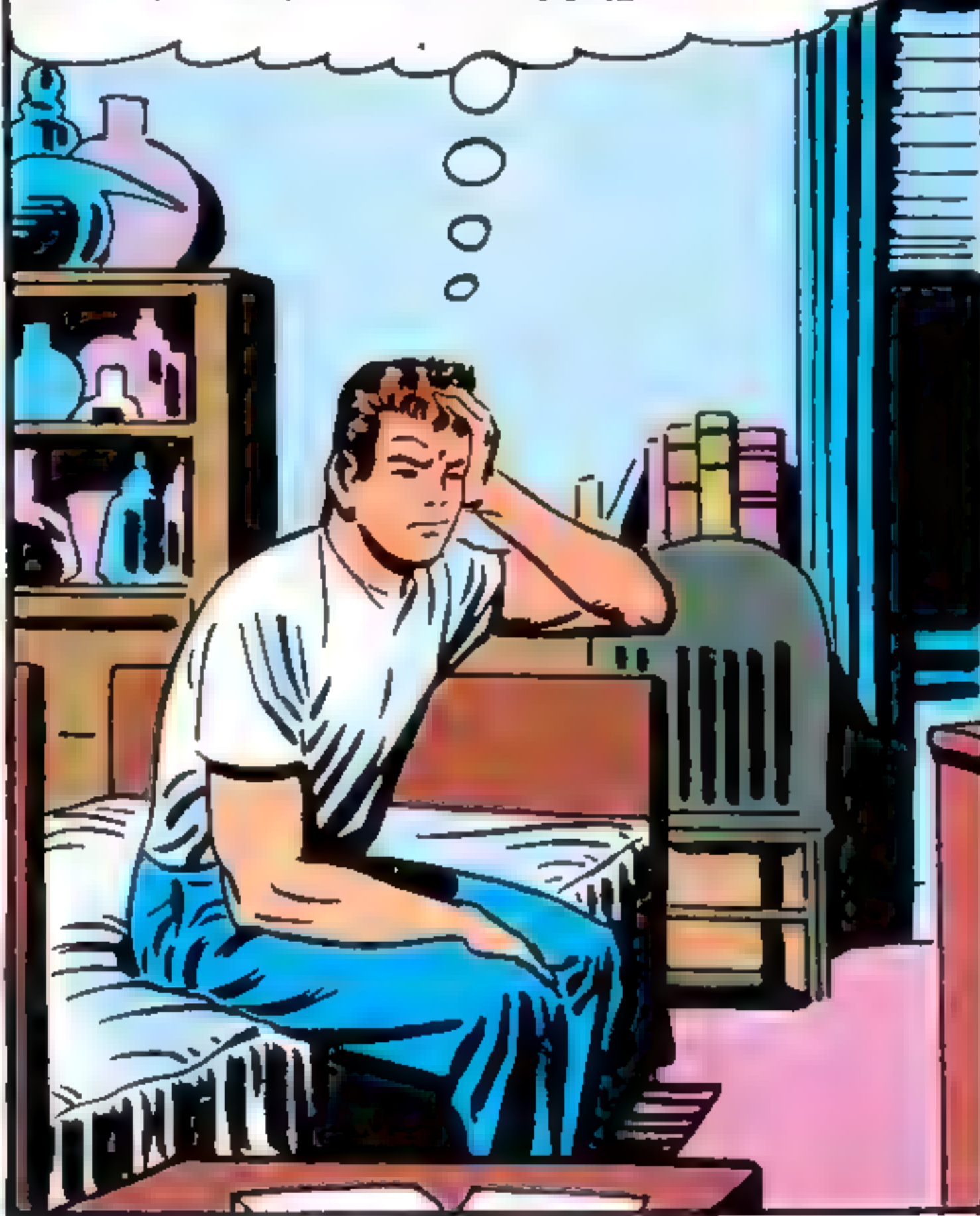


NOPE! NOT HERE, EITHER!

THE ONLY PLACE LEFT TO LOOK IS IN HER OWN ROOM! BUT I CAN'T GO IN THERE TILL THE MORNING!



WHAT A PICKLE TO BE IN! A SPIDER-MAN WITHOUT HIS COSTUME IS LIKE A BEATLE WITHOUT HIS HAIR! IT COULD ONLY HAPPEN TO ME!



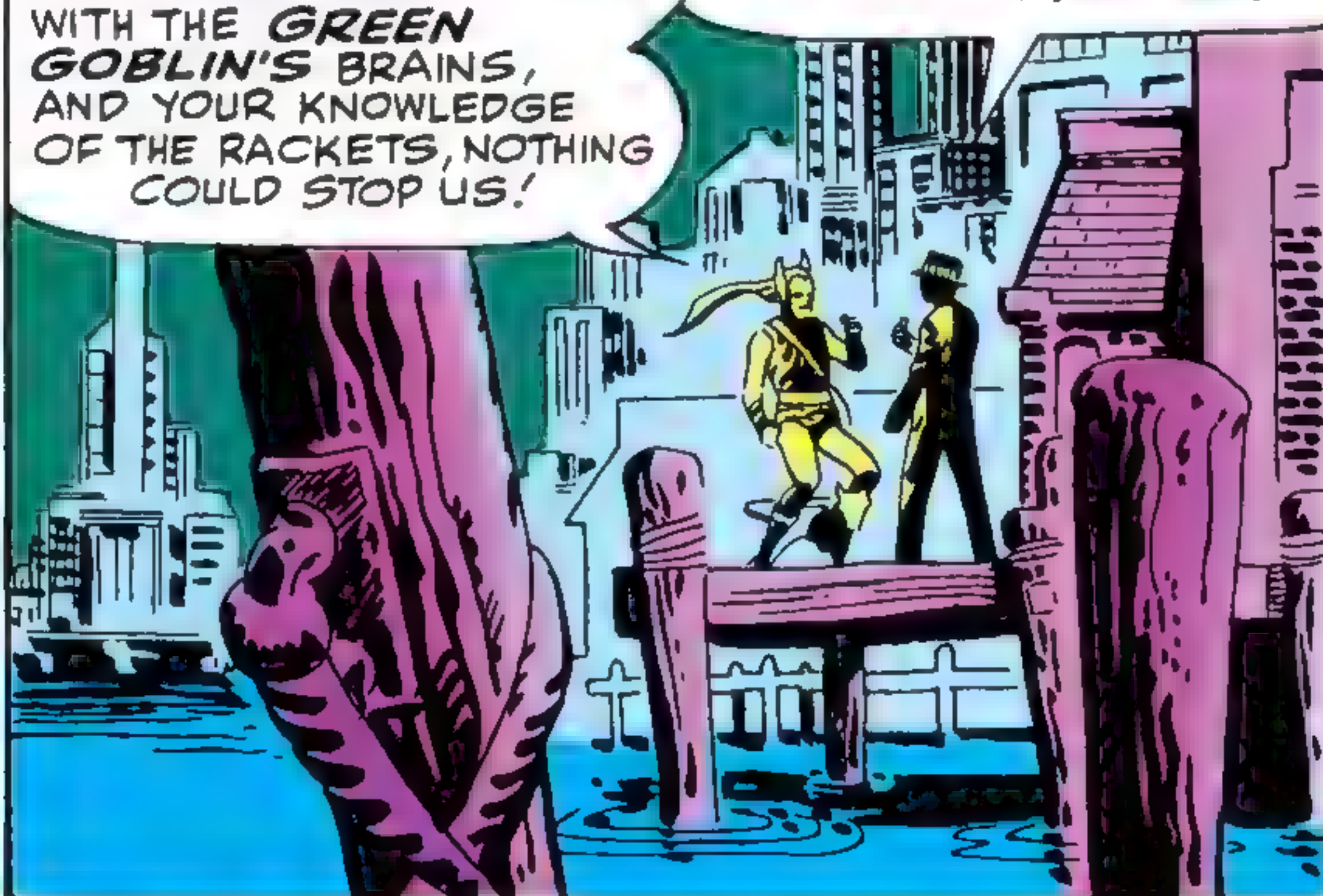
I WISH I KNEW WHAT JONAH JAMESON DID WITH MY OTHER COSTUME! THE ONE I TRICKED HIM WITH ON THAT ROOFTOP! OH, WELL, I'LL WORRY ABOUT IT TOMORROW!



BUT, THERE ARE STILL MORE WORRIES IN STORE FOR THE SLEEPING PETER PARKER! FOR, AT THAT VERY MOMENT, UNDER COVER OF DARKNESS, A MYSTERIOUS MEETING IS TAKING PLACE...

YOU CAN'T BACK OUT NOW! WE AGREED THAT I'D HELP YOU TAKE OVER THE UNDERWORLD! THEN, WITH THE GREEN GOBLIN'S BRAINS, AND YOUR KNOWLEDGE OF THE RACKETS, NOTHING COULD STOP US!

FORGET IT! I DECIDED I DON'T NEED YOU! I'M THE CRIME-MASTER! I CAN DO IT ALONE!



BUT I REVEALED MY TRUE IDENTITY TO YOU AS PART OF THE DEAL! IF YOU THINK I'LL LET YOU GET AWAY WITH ...!

THERE'S NOTHING YOU CAN DO! TRY TO STOP ME, AND I'LL SEE TO IT THAT THE WORLD KNOWS WHO YOU REALLY ARE! NOW GET LOST! I'VE GOT THINGS TO DO!



UNLESS YOU'RE WILLING TO TAKE ORDERS FROM ME! I CAN ALWAYS USE ANOTHER FLUNKY! HOW ABOUT IT, GOBLIN?





YOU'VE **OUT-SMARTED** YOURSELF THIS TIME! REMEMBER, I KNOW WHO **YOU** ARE, TOO! SO YOU HAVEN'T HEARD THE **LAST** OF ME!

HE'S BLUFFING! HE CAN'T EXPOSE **ME** ANY MORE THAN I CAN EXPOSE **HIM**! IT'S A **STALEMATE**!



LATER, AT THE HIDEOUT OF ONE OF THE CITY'S MANY UNDERWORLD MOBS ...

SINCE THE POLICE HAVE HAD THE HEAT ON US, WE HAVEN'T BEEN ABLE TO PULL A CAPER FOR WEEKS!

AND AS IF **THAT** AIN'T BAD ENOUGH, WE NEVER KNOW WHEN **SPIDER-MAN** WILL SNARE US IN THAT **BLASTED WEB** OF HIS!

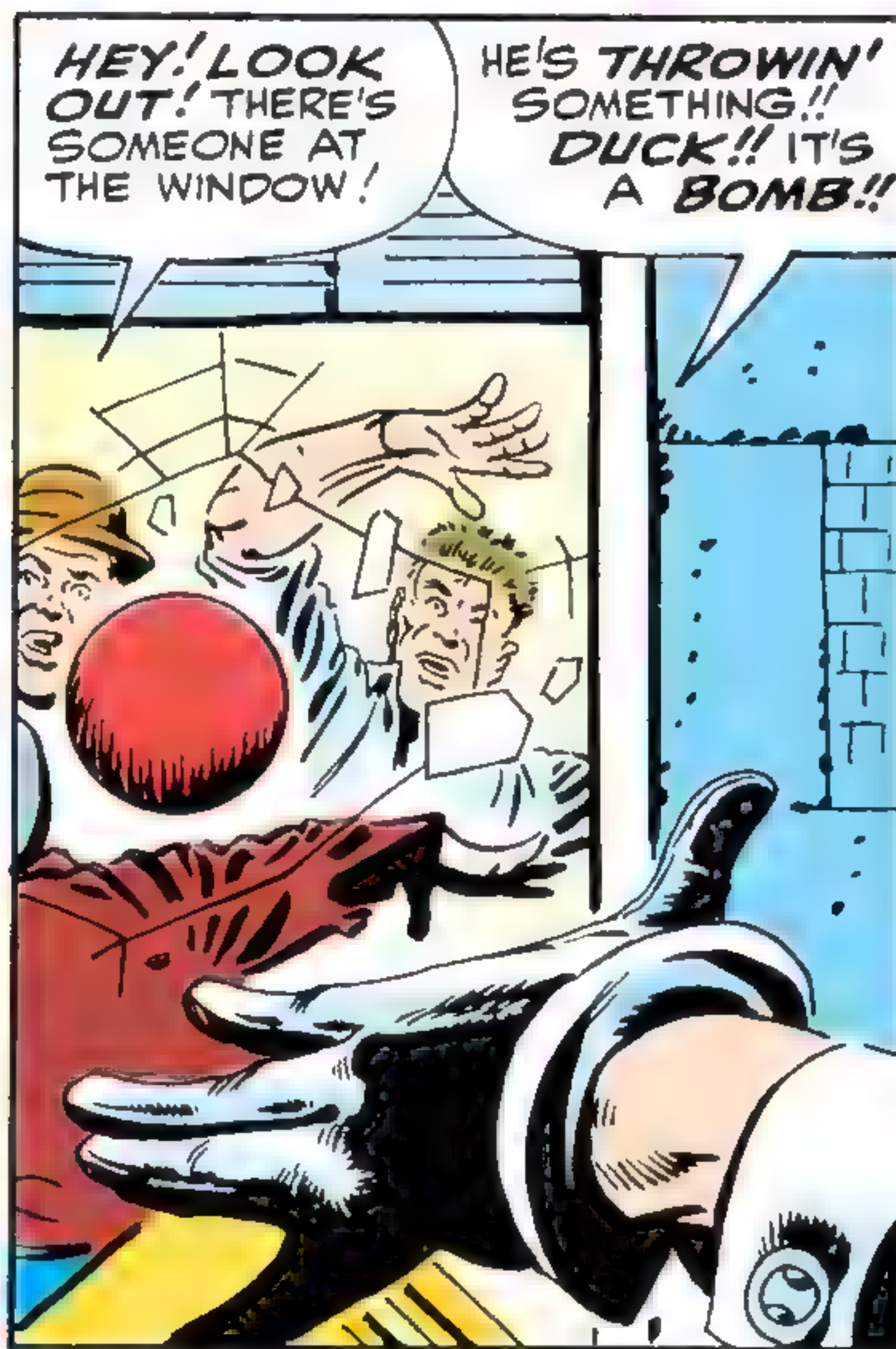


WELL, **ONE** THING'S FOR SURE... WE'VE GOT TO PULL A JOB SOON, OR DISBAND!

AHH, I'M JUST IN TIME!



THIS IS THE PERFECT TIME TO LEAVE MY CALLING CARD... NOW, WHILE THEY'RE CONFUSED AND DISSATISFIED!



HEY! LOOK OUT! THERE'S SOMEONE AT THE WINDOW!

HE'S THROWIN' SOMETHING!! **DUCK!!** IT'S A **BOMB!!**



**NO...** HOLD IT! IT BROKE OPEN! THERE'S NOTHING INSIDE BUT A **NOTE**!

**GIMME!** I'LL READ IT! "THIS IS YOUR FIRST AND LAST NOTICE! FROM NOW ON I'M TAKING OVER THE RACKETS! DEFY ME, AND IT WILL NOT BE A FALSE ALARM NEXT TIME!! IT'S SIGNED... THE **CRIME-MASTER**!"

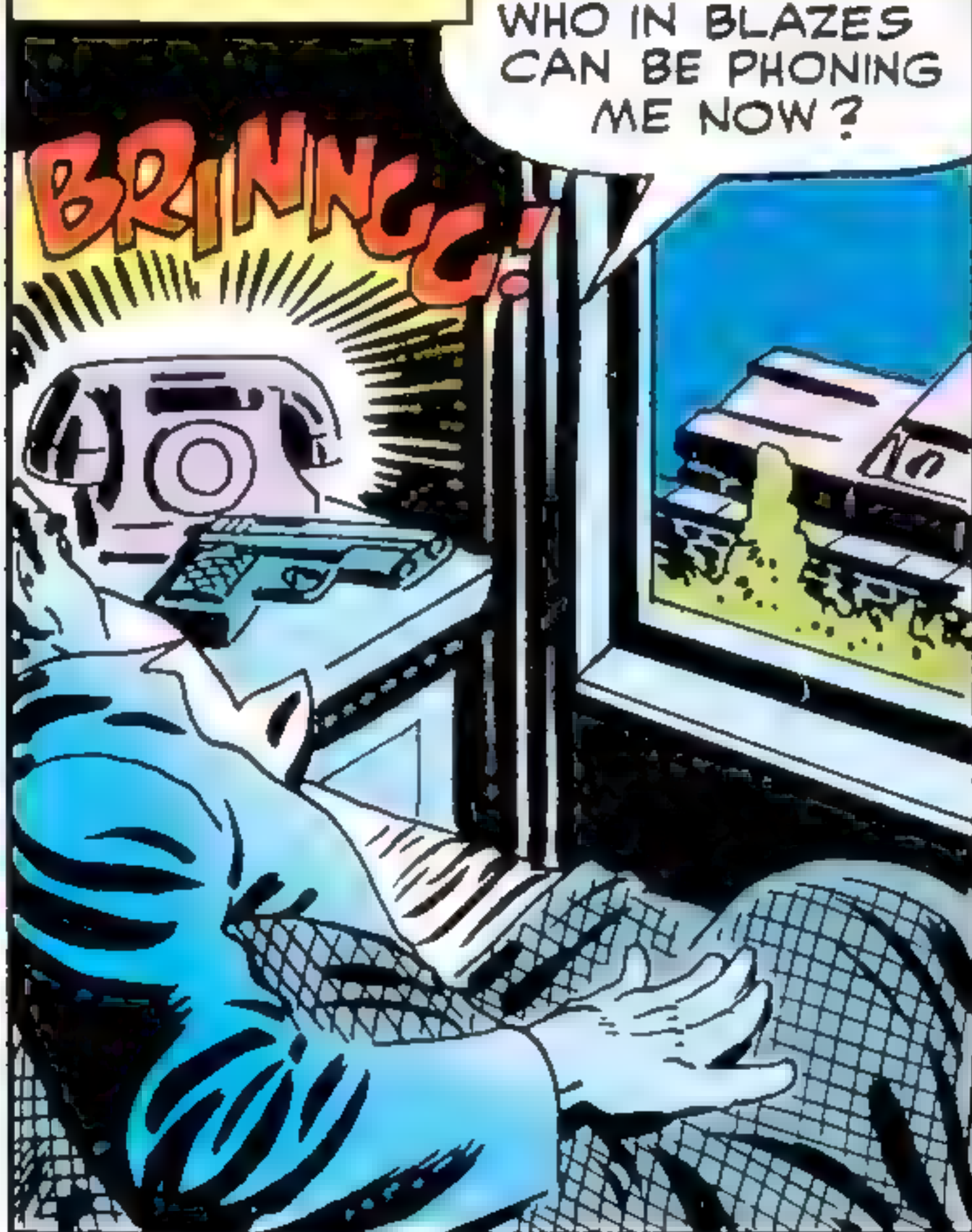
THE **CRIME-MASTER**?!!  
??!!



IT WENT AS SMOOTH AS CLOCKWORK! BUT, THAT WAS ONLY THE BEGINNING! BEFORE I'M DONE, THE ENTIRE UNDERWORLD WILL TREMBLE AT THE MERE MENTION OF THE NAME **CRIME-MASTER**!



MINUTES LATER, IN A ROOM ABOVE A PARKED AUTOMOBILE WHICH THE CRIME-MASTER HAS JUST WALKED AWAY FROM...



WHO IN BLAZES CAN BE PHONING ME NOW?

DON'T SAY A WORD! LOOK OUT YOUR WINDOW AT YOUR CAR WHICH IS DOWNSTAIRS! KEEP WATCHING IT!



IT BLEW UP! SAY, WHO DO YA THINK...?

QUIET! THIS IS THE CRIME-MASTER! I'M TAKING OVER FROM NOW ON!



THE CRIME-MASTER!!?

WITHIN HOURS, GANG LEADERS ALL OVER THE CITY ARE CONTACTED BY THE MASKED MYSTERY MAN WHOSE NAME BEGINS TO FILL THEM WITH A STRANGE APPREHENSION...



HE MUST BE SOME KINDA HOTSHOT IF HE DARES TO CHALLENGE ALL OF US AT ONCE!

THE CRIME-MASTER! WHO KNOWS? MAYBE HE'S JUST WHAT WE NEED!

NAH! I SAY WE SHOULD FIGHT 'IM! NOBODY'S TAKIN' OVER MY MOB!

HOW DID HE KNOW WHERE TO CONTACT US? HOW'D HE KNOW WHO WE ALL ARE? HE MUST HAVE THE GOODS ON US!

ME, I DON'T LIKE IT!

HE MUST BE SOME-ONE FROM THE RACKETS! HE COULD EVEN BE ONE OF US! BUT, HE'S DANGEROUS! HE KNOWS TOO MUCH!

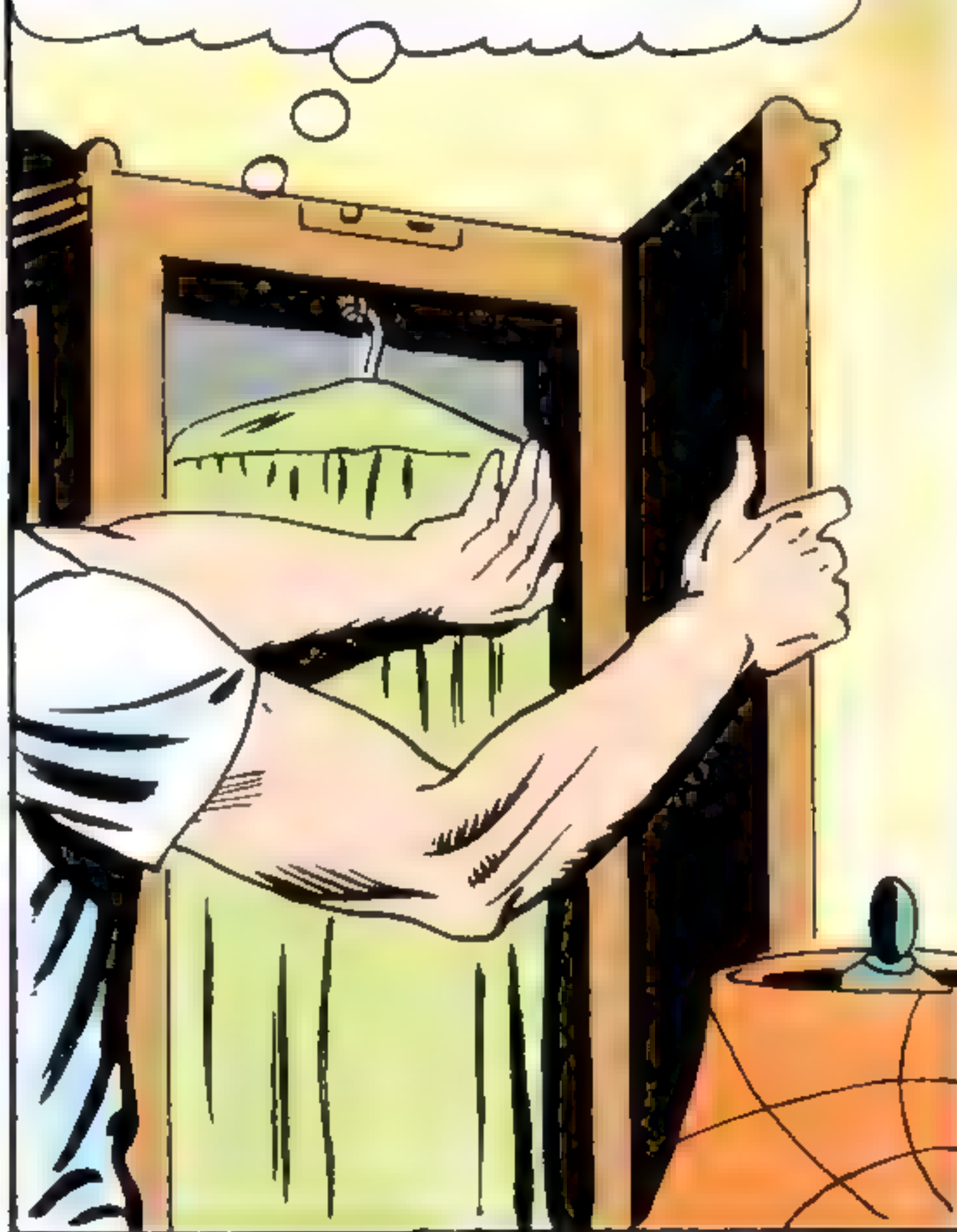
THEN, JUST BEFORE DAWN BREAKS OVER THE SPRAWLING METROPOLIS...



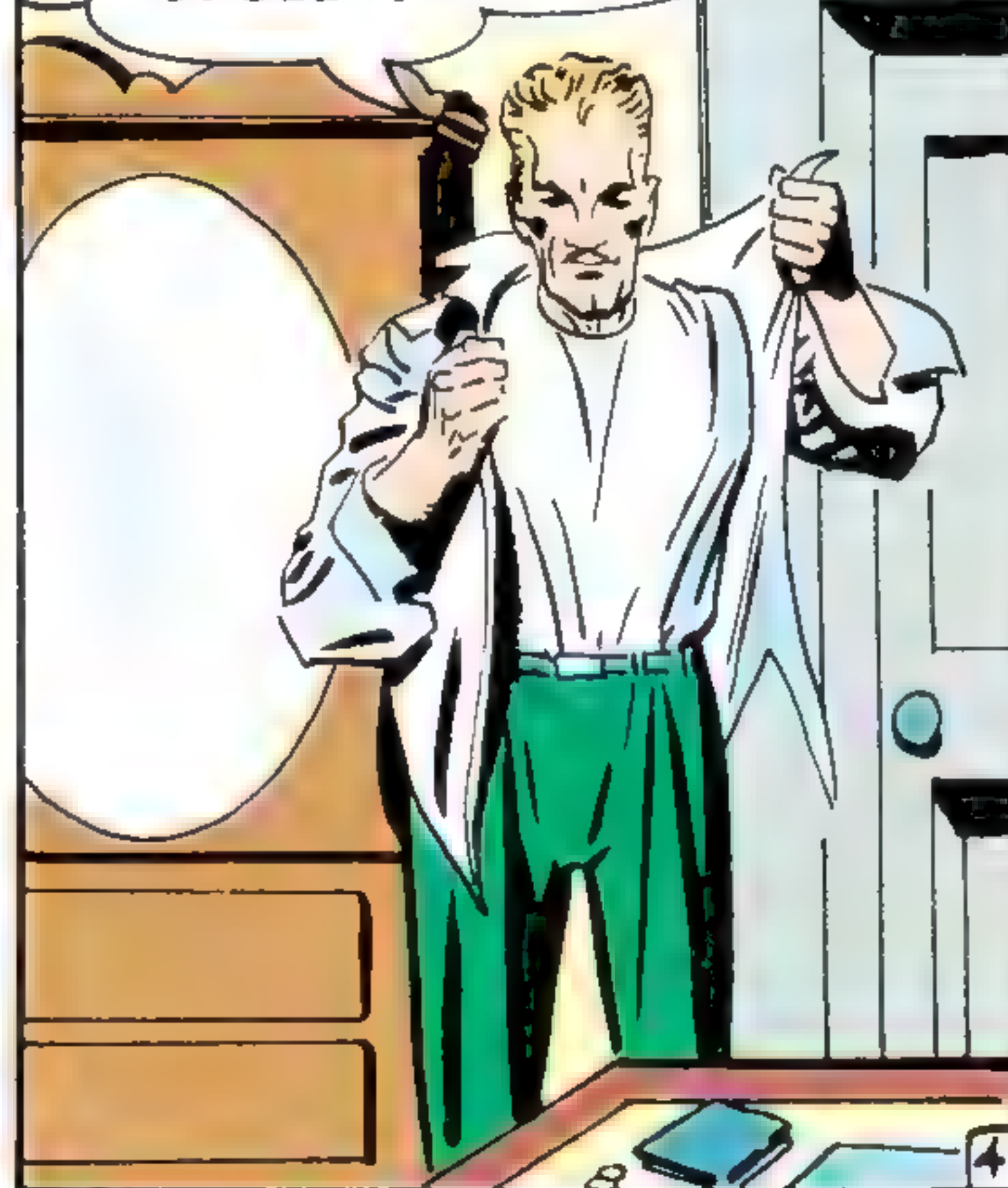
THE GAME I'M PLAYING IS A DANGEROUS ONE! ONE ERROR... ONE MISCALCULATION... COULD MEAN MY VERY LIFE! BUT, I CAN'T BACK OUT NOW!



MY SPECIAL "WORKING CLOTHES" SHOULD BE SAFE ENOUGH HERE IN THIS HOLLOWED-OUT PORTION OF MY BEDROOM CLOSET!



AND NOW IT'S TIME FOR FREDERICK FOSWELL TO RETURN TO HIS JOB AS NEWS REPORTER FOR J. JONAH JAMESON'S "DAILY BUGLE"!





OKAY, NOW THAT EVERYTHING'S THOROUGHLY CONFUSED, LET'S RETURN TO PETER PARKER'S HOUSE AND START PICKING UP THE PIECES...

MAYBE IF I BRING THE CONVERSATION AROUND TO MY COSTUME, AUNT MAY WILL MENTION WHAT SHE DID WITH IT...

I GUESS IT WAS SILLY OF ME TO TRY TO WEAR A SPIDER-MAN COSTUME TO THAT PARTY, AUNT MAY! OH, BY THE WAY, WHERE DID YOU...?

LET'S NOT DISCUSS IT ANY MORE, PETER DEAR! WE'LL CONSIDER THE MATTER FINISHED!

JUST MY LUCK! SHE THINKS SHE'S BEING NICE TO ME, BUT NOW I'LL NEVER BE ABLE TO GET MY HANDS ON THAT OUTFIT AGAIN!

WELL, THERE'S STILL THE OTHER SPIDEY COSTUME WHICH JONAH JAMESON HAD! I HOPE I CAN GET THAT ONE FROM HIM!

SEE YOU LATER, AUNT MAY! I'M GOING TO RUN OVER TO THE DAILY BUGLE FOR A WHILE!

ALL RIGHT, DEAR! HAVE A NICE DAY... AND COME HOME BY BUS IF IT RAINS!

NOT LONG AFTERWARDS, WE FIND...

WELL, WELL! HELLO, PETER! HAVE YOU ANY NEW PLANS TO CATCH SPIDER-MAN TODAY??

UH-OH! SHE'S STILL ANGRY BECAUSE SHE THINKS I HELPED JONAH IN HIS FIGHT WITH SPIDEY!\*

AW, C'MON, BETTY! HOW LONG ARE YOU GONNA HOLD A GRUDGE?

\*SPIDER-MAN #25.. STAN.

I AM NOT HOLDING A GRUDGE! AFTER ALL, IF YOU WANT TO BE PALSY-WALSY WITH JONAH JAMESON, THAT'S YOUR BUSINESS!

AW, RATS! FIRST YOU WRITE LETTERS TO NED LEEDS BECAUSE YOU FEEL SORRY FOR HIM! THEN, YOU WORRY ABOUT SPIDER-MAN! HOW ABOUT HAVING A GOOD WORD FOR PETER PARKER!?

YOU MEAN THE PETER PARKER WHO'S BEEN DATING LIZ ALLAN?? AND WHO HAS ANOTHER GIRL FRIEND WHOM HE'S NEVER EVEN MENTIONED TO ME? NAMELY MARY JANE WATSON!!

BUT, I DON'T EVEN KNOW MARY JANE WATSON!

REALLY? THEN HOW COME YOUR AUNT MAY INTRODUCED ME TO HER WHEN I WAS AT YOUR HOUSE LAST TIME? IT WASN'T BAD ENOUGH TO FIND LIZ ALLAN COMING TO SEE YOU, ALSO! HOW MANY MORE GIRL FRIENDS DO YOU HAVE??

LOOK! I CAN'T HELP IT IF MY AUNT HAS BEEN TRYING TO GET ME TO DATE MARY JANE! I NEVER EVEN SAW HER!

OH, NO? WELL, YOU OUGHT TO OPEN UP YOUR EYES, CASANOVA! SHE'S VERY HARD TO MISS SEEING!

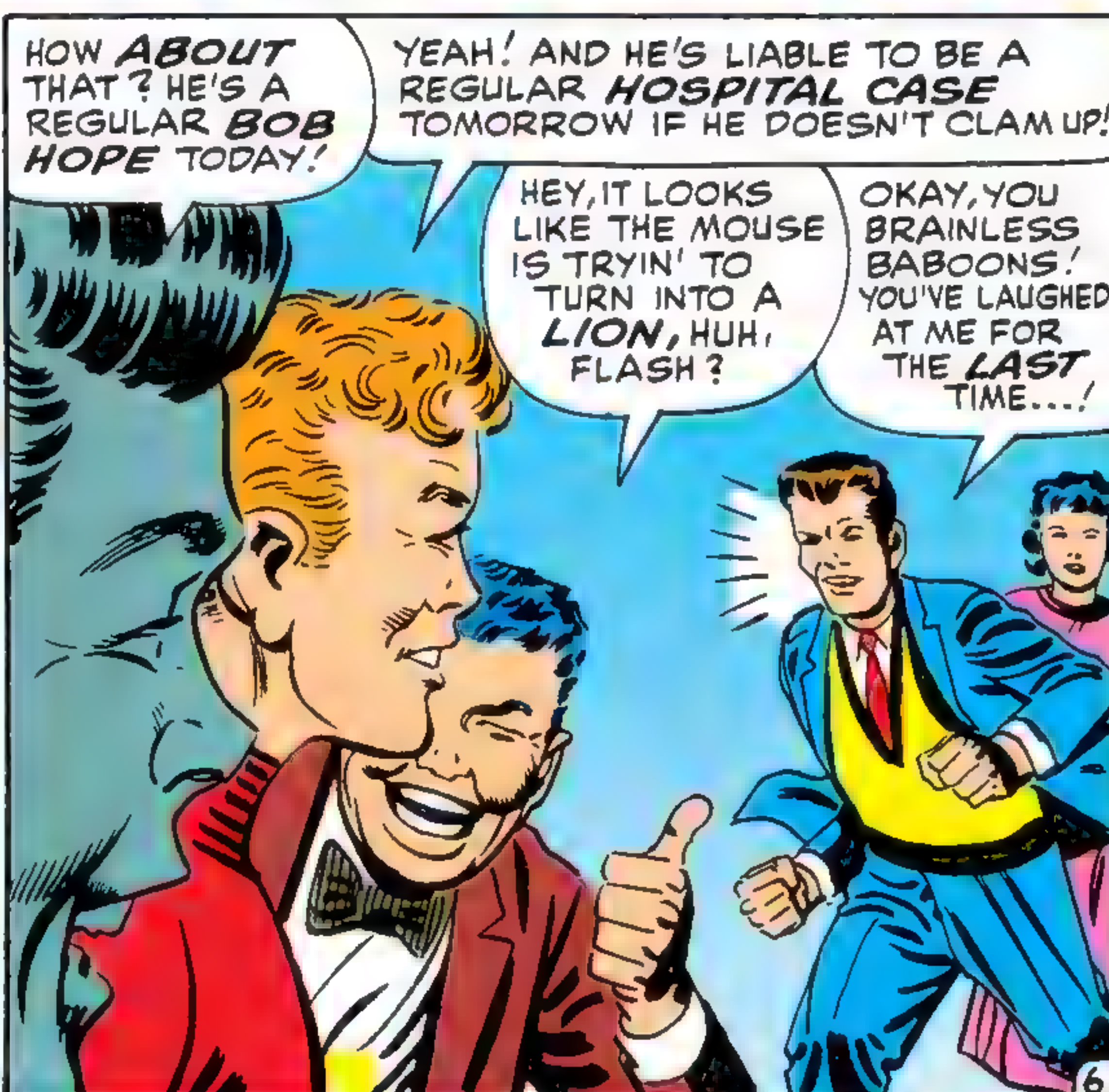
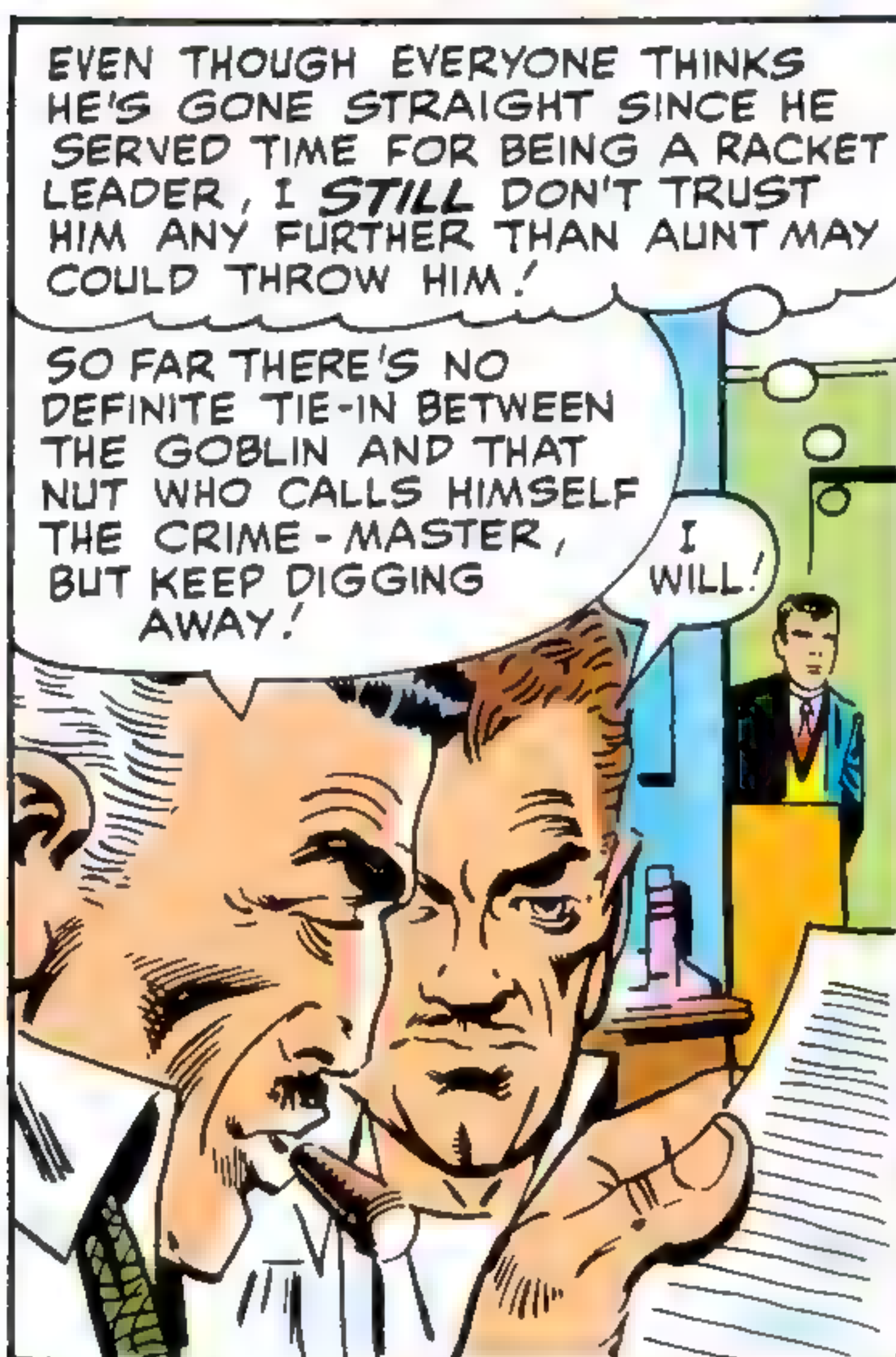
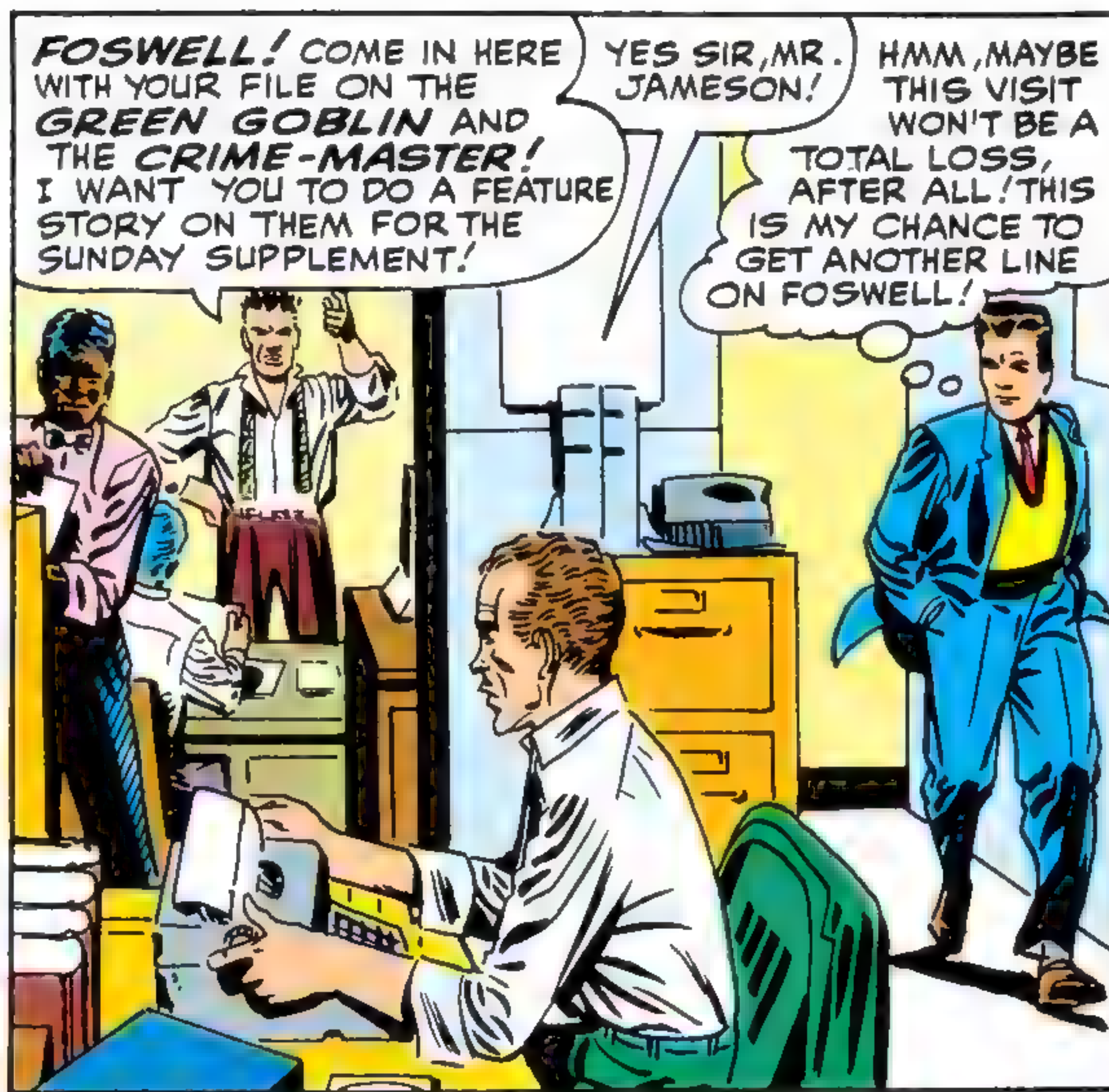
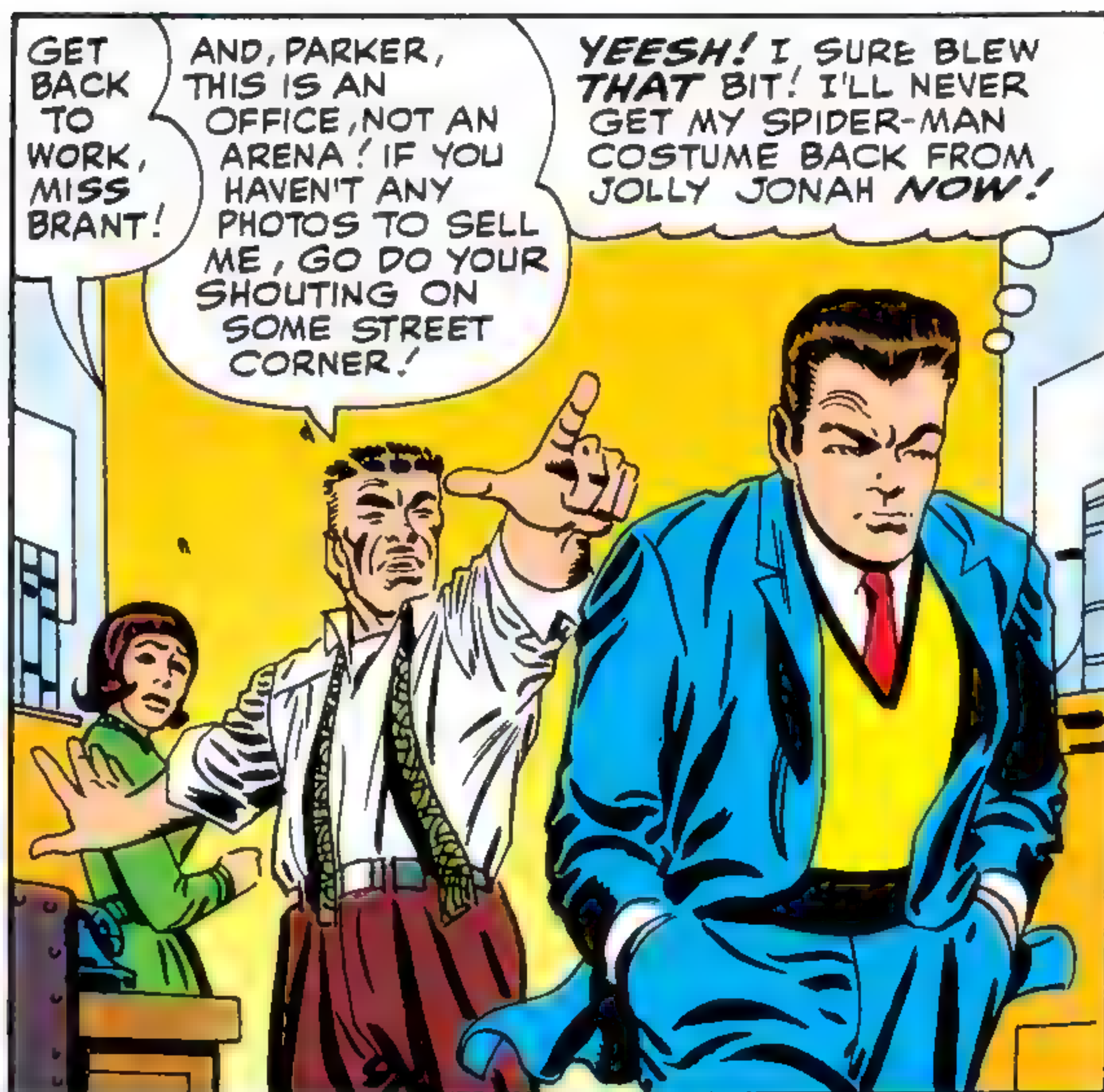
BOY! THE ONLY THING WORSE THAN A HOT-TEMPERED FEMALE IS A JEALOUS HOT-TEMPERED FEMALE!

WHAT IN SAM HILL IS ALL THE RACKET OUT HERE?!

OH, BROTHER! IT'S JONAH!

AND, ANOTHER THING....!







AND, AS LUCK WOULD HAVE IT, THE PRINCIPAL TURNS TOWARDS THE WINDOW AT THAT VERY MOMENT, AND SEES ...

I'D NEVER HAVE BELIEVED IT! PETER PARKER DELIBERATELY ATTACKED THAT GROUP OF BOYS!

WHAT COULD HAVE COME OVER HIM!?

BUT SUDDENLY, A SHARP FEMALE VOICE RINGS OUT, AS PETER PARKER'S RAGE FADES AWAY BEFORE HE CAN FULLY APPLY HIS AWESOME SPIDER STRENGTH!

STOP IT! STOP IT, I SAY!

HOLY SMOKE! WHAT AM I DOING?? ANOTHER MINUTE, AND I'D HAVE EXPOSED MYSELF AS SPIDER-MAN!

STAY OUT OF THIS, LIZ! I'M SICK OF YOU ALWAYS PROTECTING THAT MILK-SOP!

PROTECTING HIM? IT LOOKED TO ME LIKE HE WAS DOING FINE, AGAINST ALL YOU BULLIES!

IT'S LUCKY LIZ CAME BY WHEN SHE DID! LUCKY FOR THEM, THAT IS!

IT'S OKAY, LIZ! DON'T WORRY ABOUT ME! THAT BIRDBRAIN DOESN'T SCARE ME!

I KNEW IT! YOU'VE BECOME AS BAD AS FLASH IS! AND I THOUGHT YOU WERE DIFFERENT!

HE WILL BE, WHEN I'M THROUGH WITH HIM!

I'M THROUGH WITH BOTH OF YOU! I NEVER WANT TO SEE EITHER OF YOU AGAIN!

DON'T WORRY, LIZ! I'LL FIX IT SO YOU WON'T SEE PARKER ANY MORE!

FIRST BETTY IS MAD AT ME, AND NOW LIZ! WHAT A DON JUAN I AM!

HEY, PARKER! THE PRINCIPAL WANTS TO SEE YOU ... ON THE DOUBLE! YOU'RE IN FOR IT NOW!

BOY! MR. DAVIS MUST HAVE SEEN PARKER SWINGING AT US! HE THINKS HE STARTED IT!

THAT MEANS WE'RE IN THE CLEAR! DAVIS MAY EVEN EXPEL HIM!

HAH! WHAT A CRYIN' SHAME! WE SURE WILL MISS PUNY PARKER AROUND HERE!

WHERE YOU GOIN', FLASH?

I'LL SEE IF I CAN FIND LIZ! I'LL TURN ON THE OL' CHARM FOR HER!

A FEW MINUTES LATER ...

I COULDN'T HELP OVERHEARING OUTSIDE THE DOOR! PARKER TOOK THE WHOLE RESPONSIBILITY FOR HIMSELF! HE DIDN'T EVEN TRY TO BLAME ANY OF US!

I'LL LET YOU KNOW MY DECISION LATER, PARKER!

IT WAS MY FAULT! I SHOULD HAVE KNOWN BETTER!



BUT, NO SOONER HAS PETER LEFT, WHEN...

MR. DAVIS, I THINK YOU BETTER HEAR THE WHOLE STORY OF WHAT HAPPENED... PARKER REALLY WASN'T TO BLAME...

I'M GLAD TO HEAR YOU SAY THAT, MY BOY! COME IN... WE'LL HAVE A TALK!

BUT, ONCE AGAIN OUR SCENE CHANGES, AS WE SEE THE REAPPEARANCE OF A NOW-FAMILIAR FIGURE...

LOOK OUT, YOU GUYS! IT'S THE CRIME-MASTER!

YOU DARED TO OPENLY DEFY MY WARNING, AND SO I'LL NOW MAKE AN **EXAMPLE** OF YOU FOR THE **OTHER** GANGS!

HE WINGED THE **BOSS**! WE HAVEN'T A CHANCE! HE'S A **CRACK SHOT**!

NONE OF YOU HAVE THE BRAINS, OR THE SKILL, OR THE NERVE TO STOP ME! AND NOW, I'LL GIVE YOU ONE LAST CHANCE! WILL YOU ACCEPT **ME** AS THE KINGPIN OF THE CITY'S GANGS, OR...?

YEAH... **SURE!** SURE! ANYTHING YOU SAY, CRIME-MASTER!

THAT'S MORE LIKE IT!

NOW, WITH **YOU** UNDER MY THUMB, THE OTHERS WILL ALL FALL INTO LINE!

AND, ACROSS TOWN, IN THE CITY'S MOST EXCLUSIVE MEN'S CLUB...

JAMESON, HOW CAN YOU AFFORD TO SPEND SO MUCH TIME AWAY FROM YOUR NEWSPAPER, WHEN THERE'S SO MUCH CRIME ACTIVITY IN THE HEADLINES?

DON'T FORGET, AS THE LARGEST NEWSPAPER PUBLISHER IN TOWN, I HAVE ALL SORTS OF INSIDE INFORMATION! THE EVENTS TAKING PLACE IN THE UNDERWORLD ARE ALL BEING CAREFULLY COVERED BY MY STAFF!

TELL ME SOMETHING, J.J....DO YOU HAVE ANY IDEA WHO THE **GREEN GOBLIN** IS?

HOW ABOUT THE **CRIME-MASTER**? ARE THEY THE SAME MAN? EVERYBODY'S TRYING TO GUESS!

SORRY, GENTLEMEN! I CANNOT REVEAL THE INSIDE STORY YET! BUT "KEEP READING 'THE BUGLE'!! I'LL HAVE A **BIG EXPOSE** SOON!"

ONE OF YOUR REPORTERS IS THIS FELLOW **FOSWELL**, WHO USED TO BE A BIG TIME CRIMINAL HIMSELF! IS IT WISE FOR YOU TO EMPLOY SUCH A NOTORIOUS CHARACTER?

I THINK YOU DESERVE **CREDIT** FOR GIVING AN EX-CONVICT A SECOND CHANCE!

YOU KNOW WHAT THEY SAY ABOUT ME, GENTLEMEN... I'M ALL **HEART!** AND BESIDES, **FOSWELL** WORKS LIKE A **DOG!**



BUT NOW, BEFORE YOU START THINKING THE NAME OF OUR MAGAZINE SHOULD BE CHANGED TO "THE LIFE OF JONAH JAMESON", LET'S RETURN TO OUR SWINGIN' TEEN-AGE HERO....!

SAY! WHY DIDN'T I THINK OF THIS BEFORE? THAT'S JUST WHAT I NEED...IN THE WINDOW OF THIS COSTUME SHOP!



YOU SAY YOU'RE INTERESTED IN THAT SPIDER-MAN OUTFIT? I CAN LET YOU HAVE IT CHEAP! THERE'S NOT MUCH CALL FOR IT LATELY!

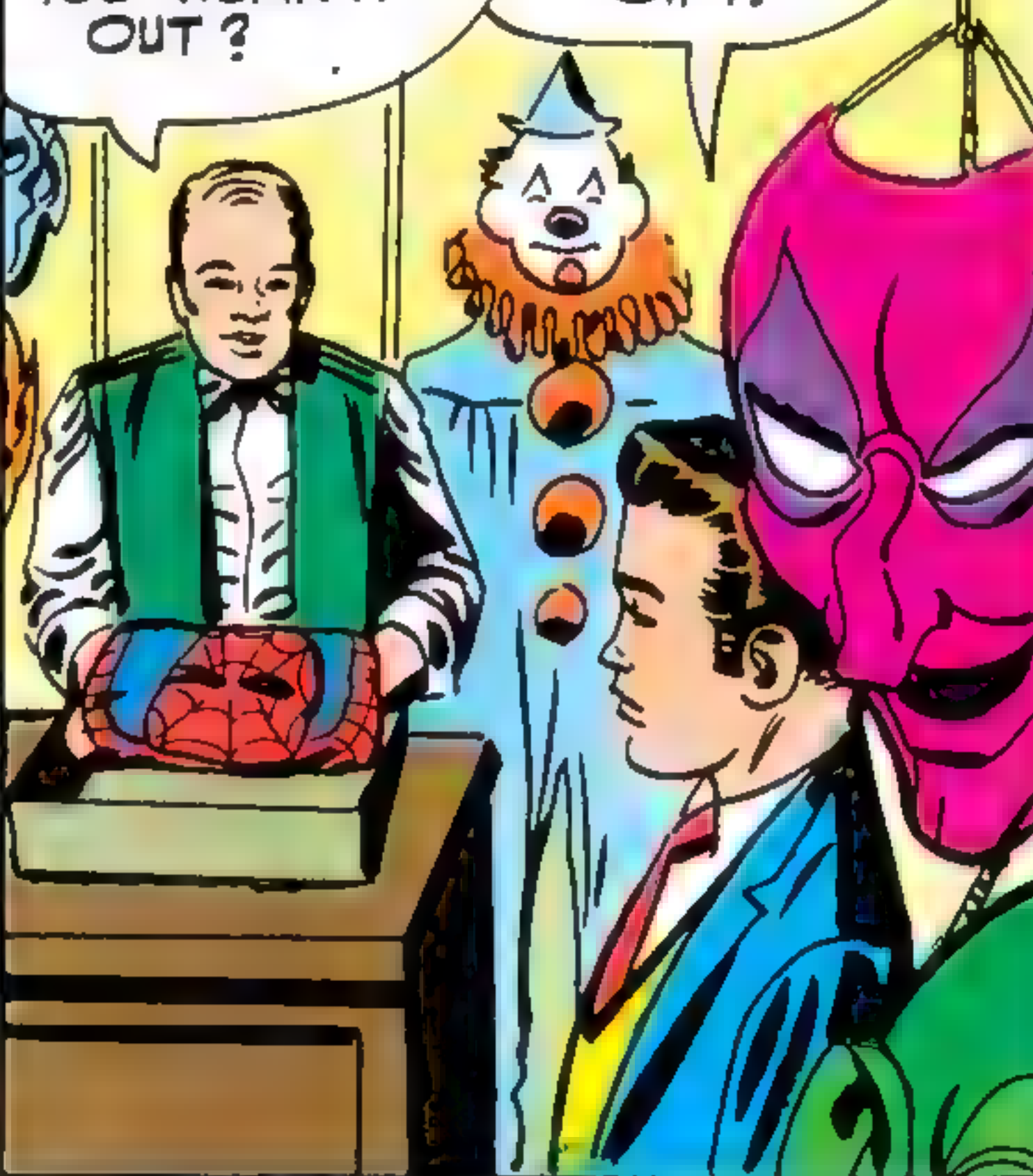
BUT, IF YOU WANT SOMETHING REALLY POPULAR, WHY DON'T YOU TAKE THAT FRANKENSTEIN SUIT? THEY'RE SELLING LIKE HOTCAKES!



HOTCAKES I CAN GET IN A RESTAURANT!

OKAY, SON... SUIT YOURSELF! ...NO PUN INTENDED! SHALL I WRAP IT UP, OR WILL YOU WEAR IT OUT?

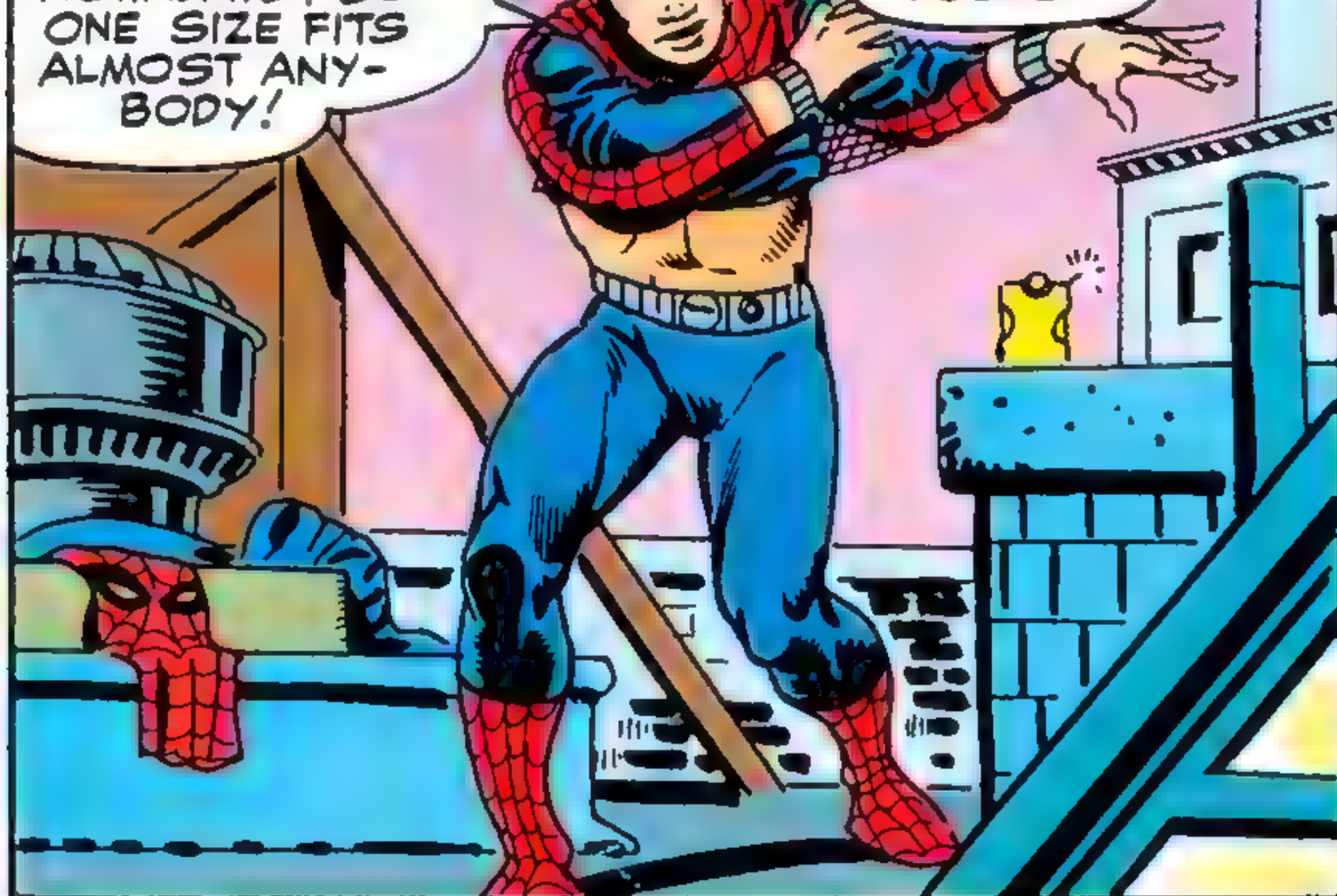
WRAP IT UP! I WANT TO GIVE IT TO MY DEN MOTHER AS A HOUSE-WARMING GIFT!



MINUTES LATER, THE GLIB-TONGUED ADVENTURER CHANGES INTO HIS NEW COSTUME ON A LONELY ROOFTOP...

LUCKILY THEY MAKE THESE THINGS OUT OF THOSE NEW STRETCH FABRICS NOWADAYS, SO ONE SIZE FITS ALMOST ANYBODY!

AND NOW, AT LAST I CAN PICK UP THE SIGNALS FROM MY LITTLE GIZMO AND INVESTIGATE FREDERICK FOSWELL!



WOW-EEE! IT SURE FEELS GOOD TO BE BACK IN ACTION AGAIN! I FEEL LIKE AN EAGLE WHO'S BEEN LET OUT OF A CAGE!

I MIGHT AS WELL FACE IT... BEING SPIDER-MAN IS JUST PLAIN HABIT-FORMING! IT'S LIKE GOING OUT WITH GIRLS!... I CAN'T GIVE IT UP!



BUT THEN...

UH-OH! IT LOOKS LIKE THEY PUT TOO MUCH STRETCH IN THESE STRETCH-FABRICS! I'M STARTING TO COME APART!

THAT'S WHAT I GET FOR BEING THE ONLY SUPER-HERO IN TOWN WHO'S NUTTY ENOUGH TO RUN AROUND IN A SECOND-HAND COSTUME!



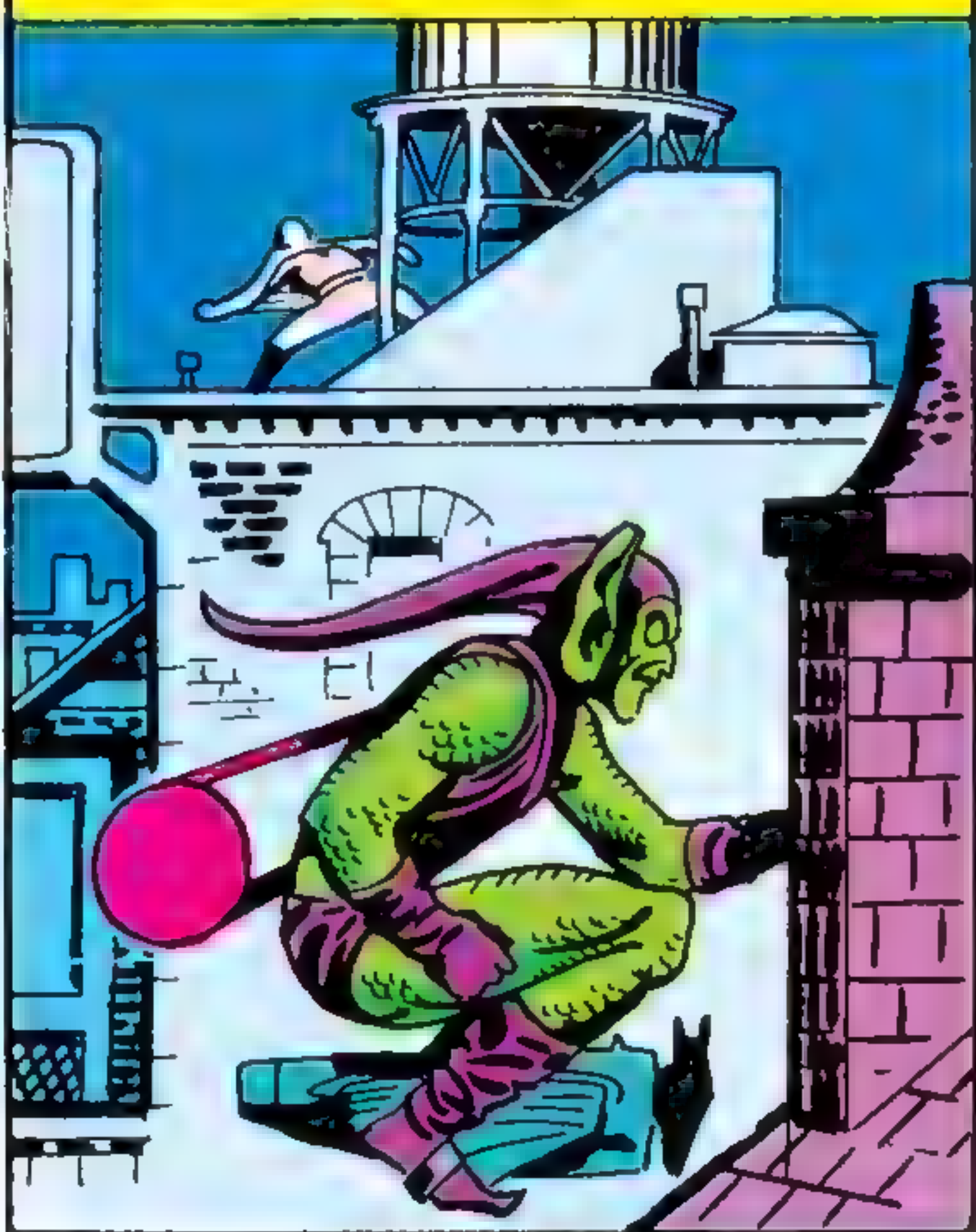
WELL, I'LL JUST USE SOME OF MY WEBBING TO HOLD THE BLAMED THING IN PLACE!

THERE! THAT OUGHTTA DO IT!





MINUTES LATER, TWO COLORFUL FIGURES PASS EACH OTHER IN THE NIGHT, NEITHER REALIZING HOW CLOSE HE IS TO THE OTHER...



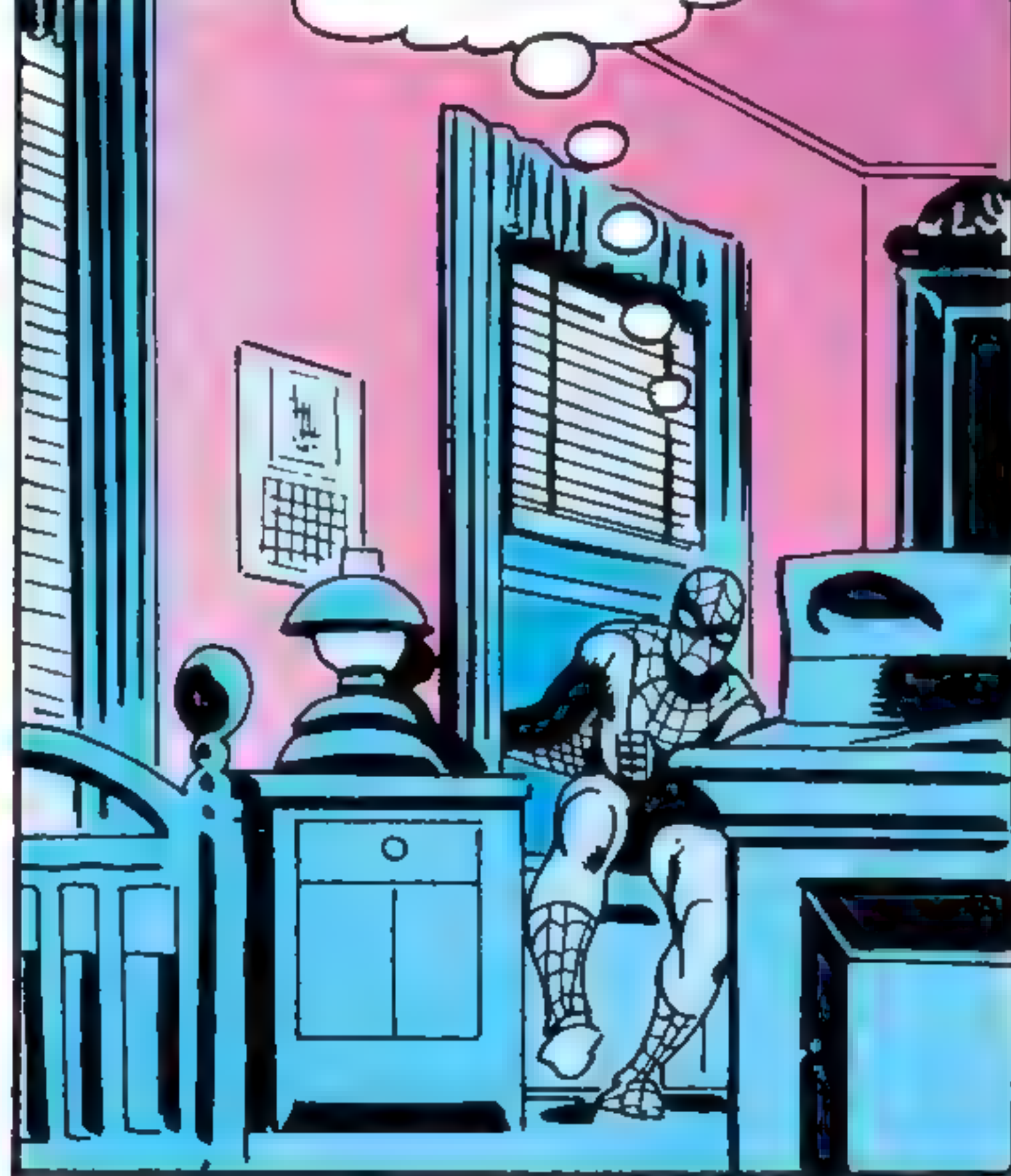
AND FINALLY...

THIS IS WHERE MY GIZMO'S SIGNAL IS COMING FROM! FOSWELL MUST BE SOMEWHERE IN THAT APARTMENT!

AND YET, THERE'S NO SIGN OF LIFE! I'D BETTER INVESTIGATE!

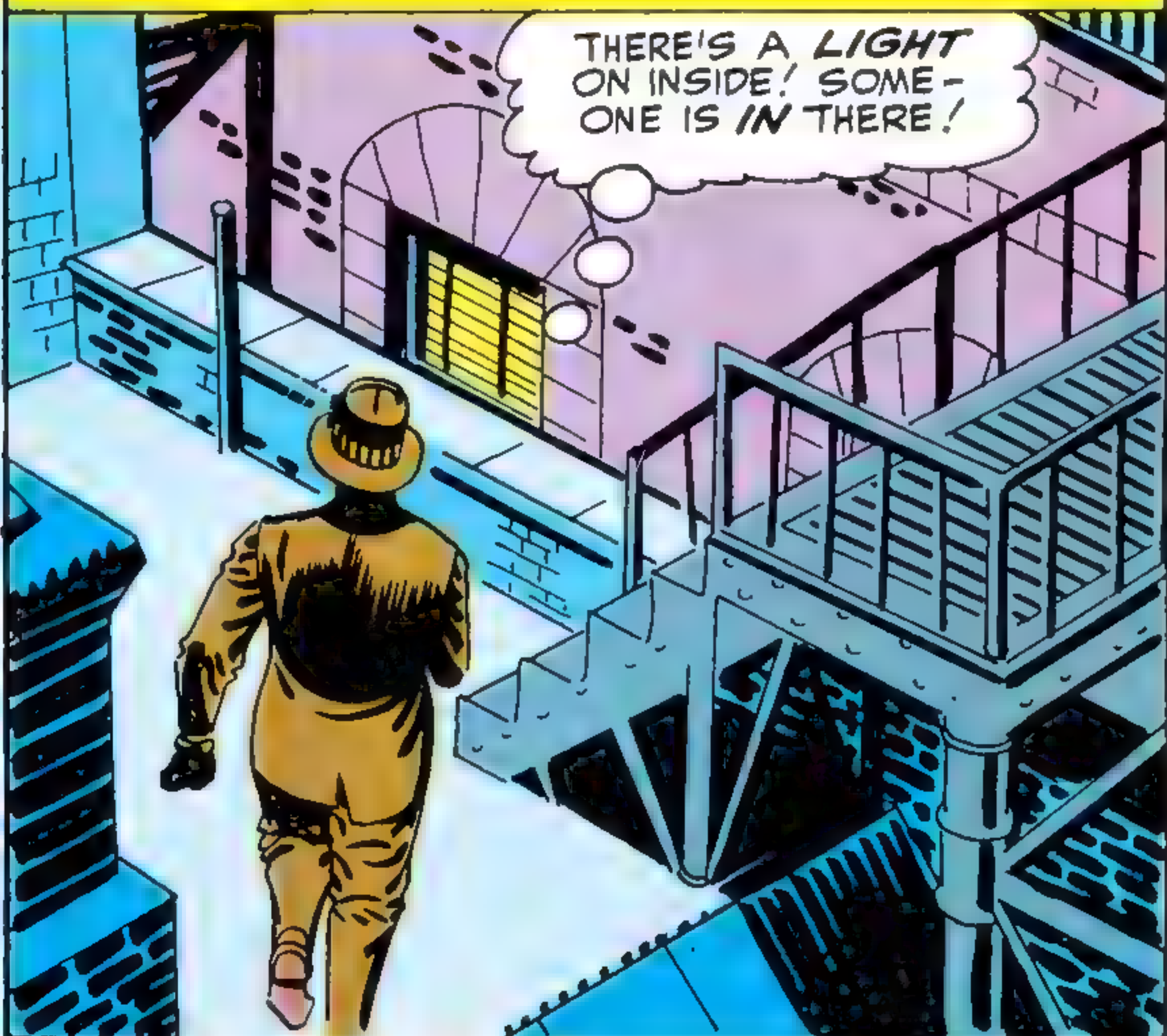


THERE'S HIS HAT... AND THE REST OF HIS CLOTHES, BUT NO FOSWELL! THE PLACE IS **EMPTY!** I'D BETTER LOOK AROUND WHILE I HAVE THE CHANCE!



BUT, AT THAT MOMENT, **ANOTHER** FORM APPROACHES THE APARTMENT, FROM A DIFFERENT DIRECTION...

THERE'S A **LIGHT** ON INSIDE! SOMEONE IS **IN THERE!**

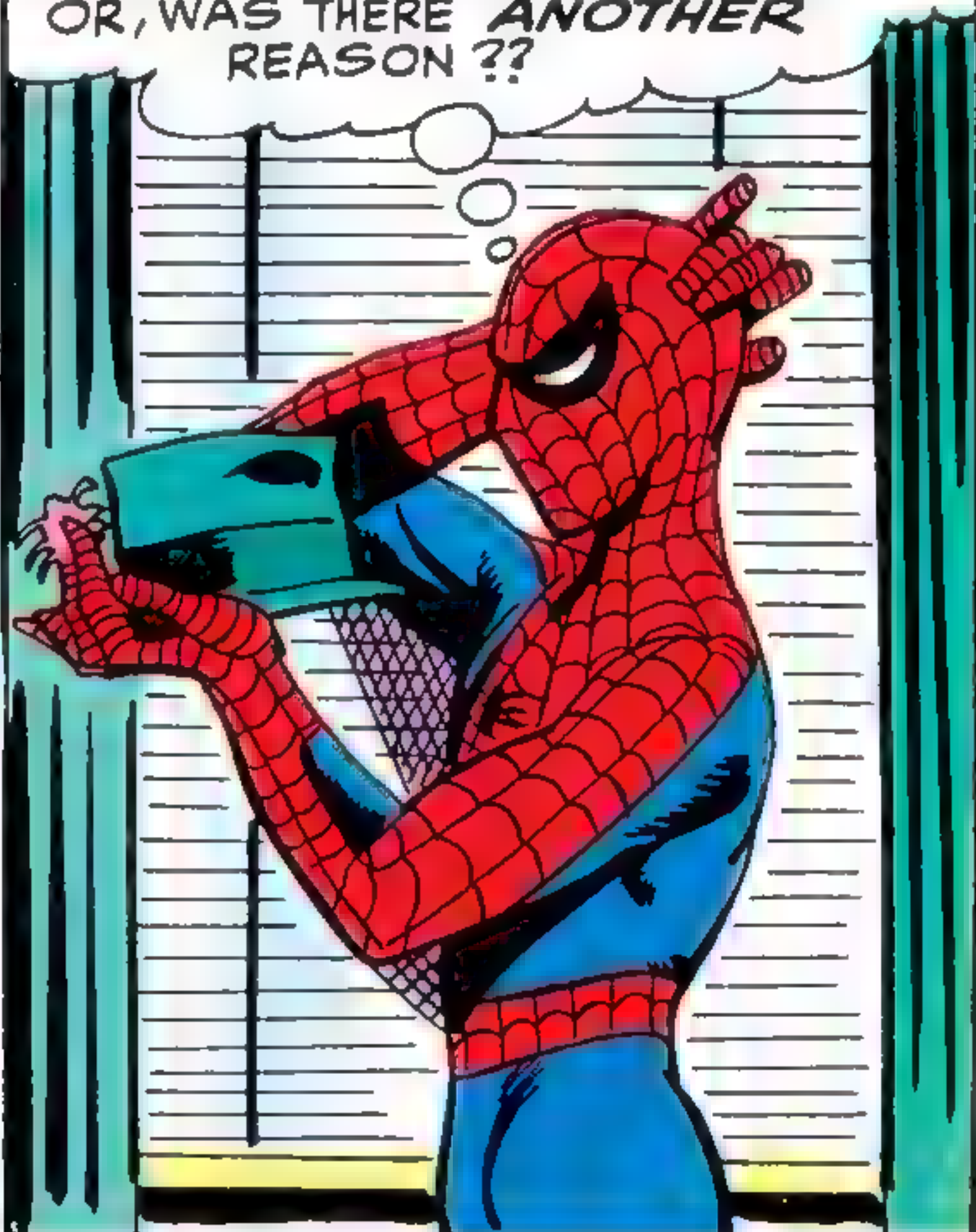


SO LONG AS HE LIVES, HE'LL BE A CONSTANT **THREAT** TO ME! **UNLESS...**

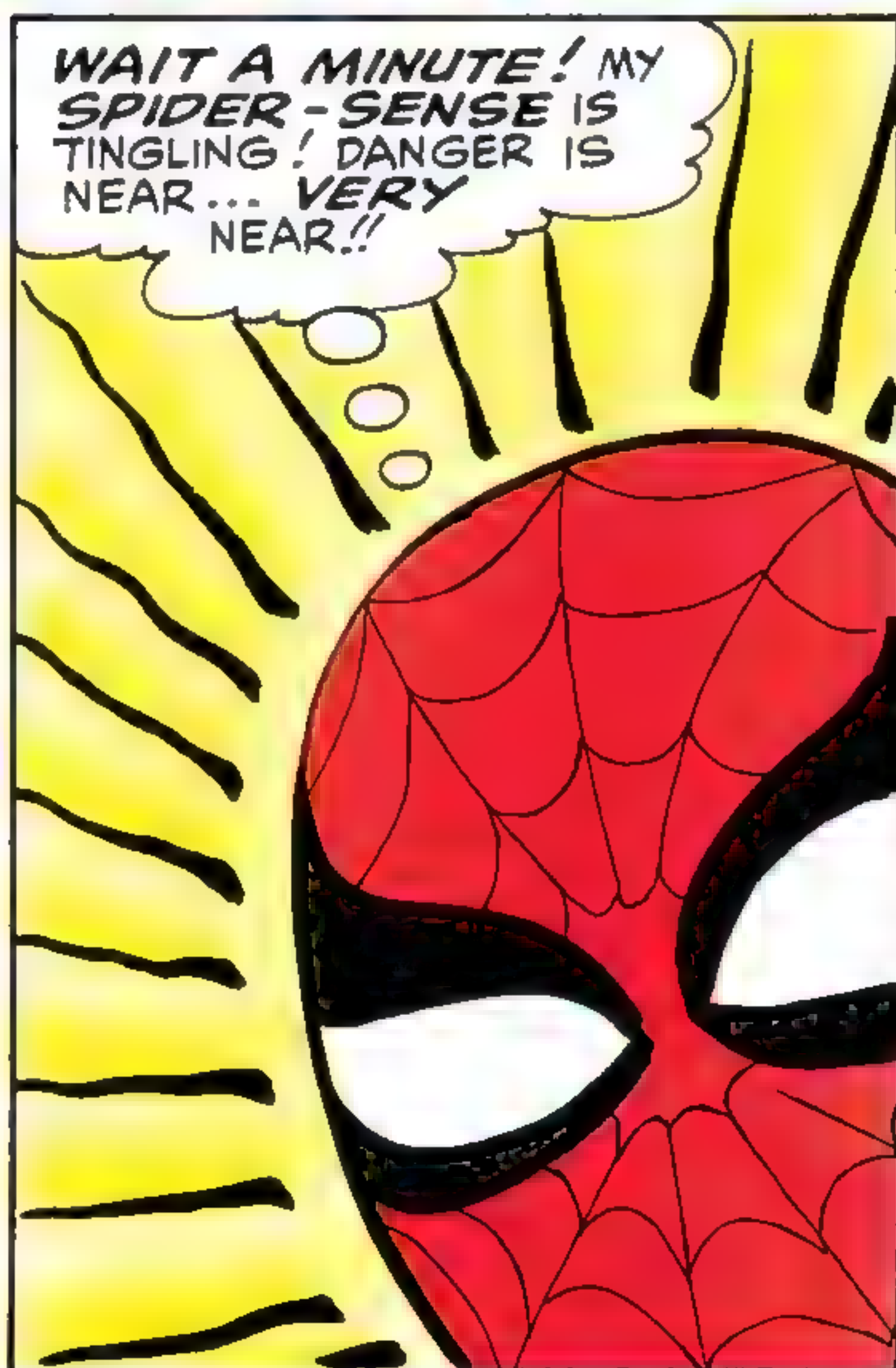
**UNLESS I ELIMINATE HIM!**



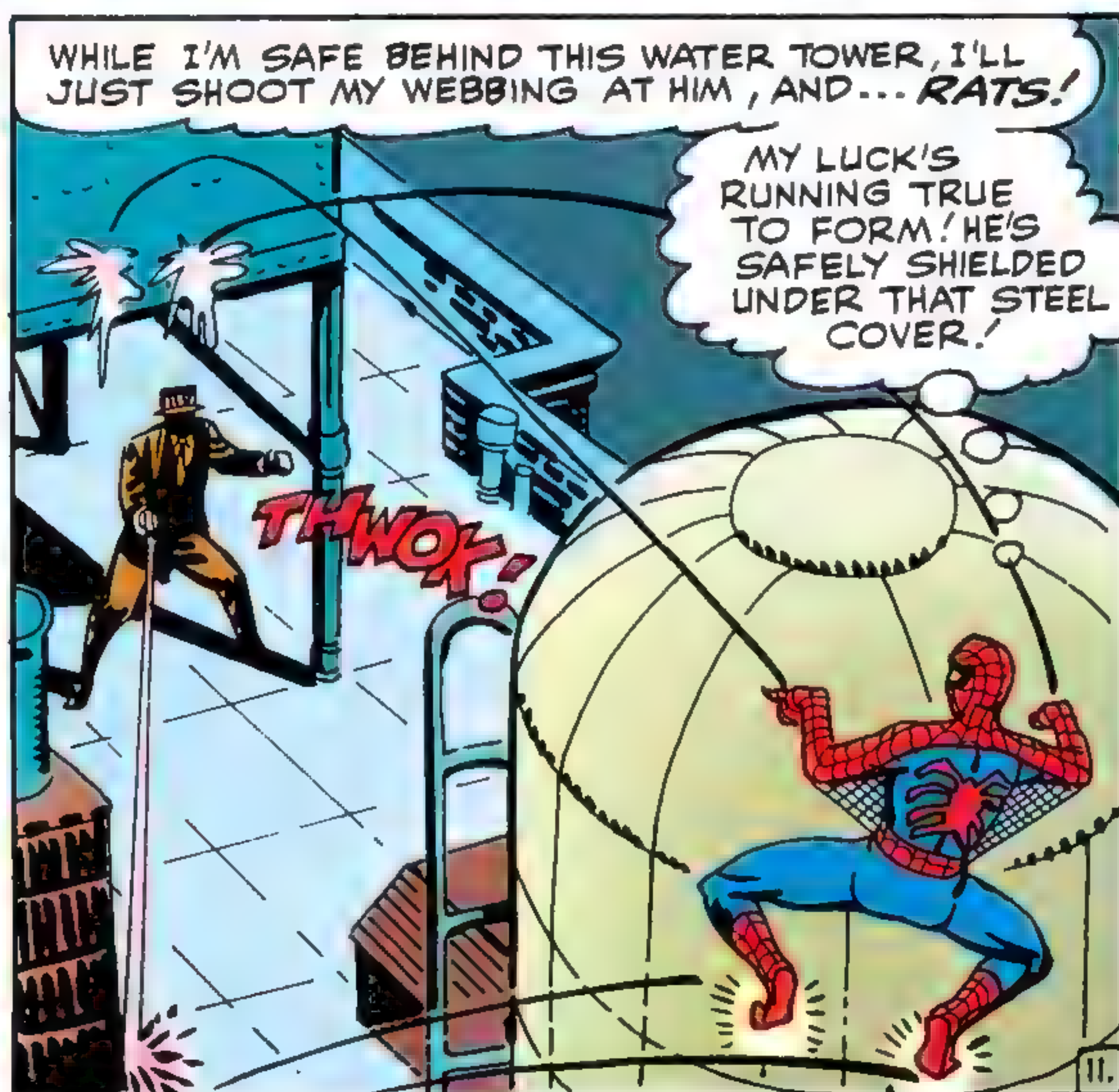
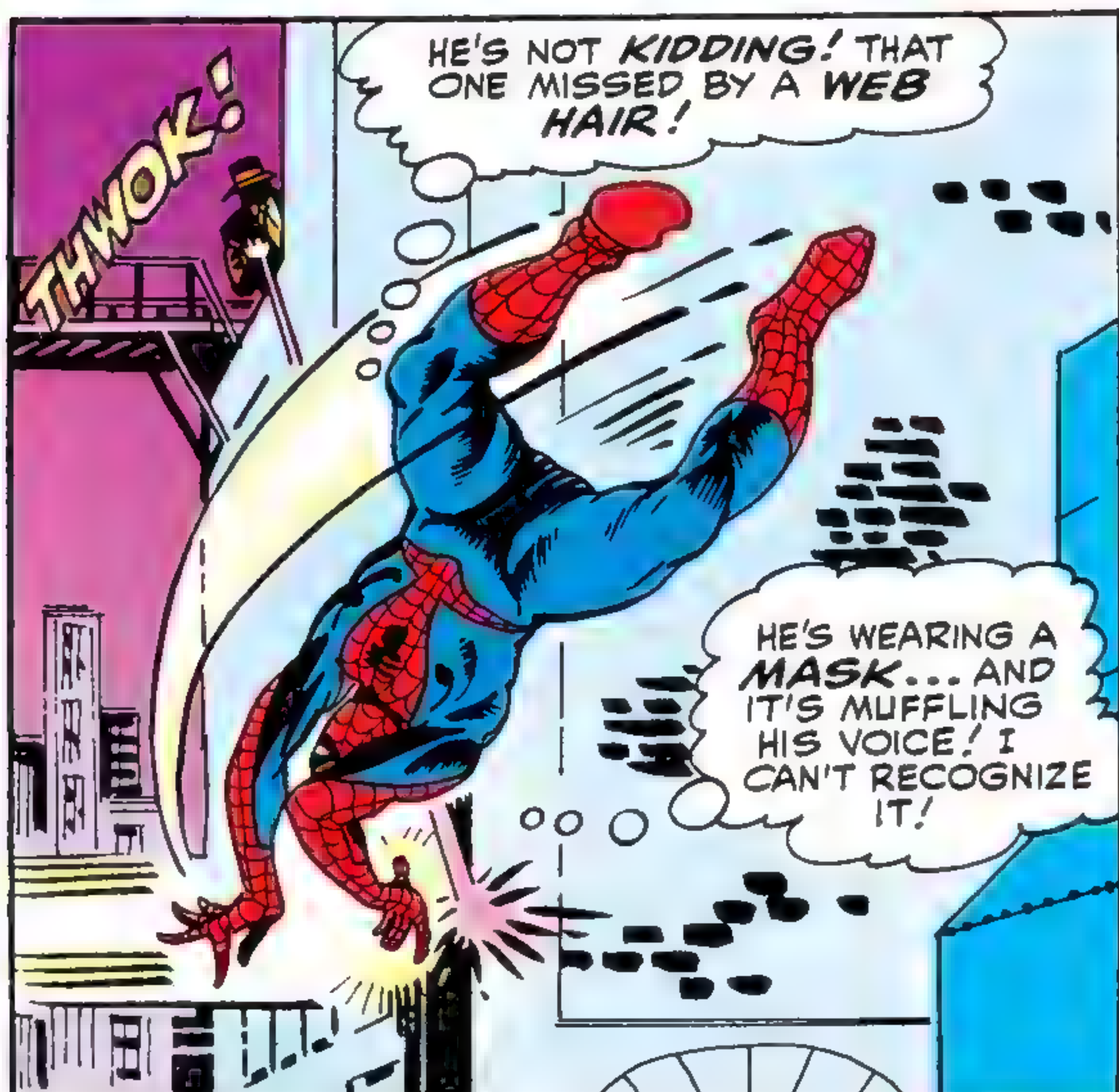
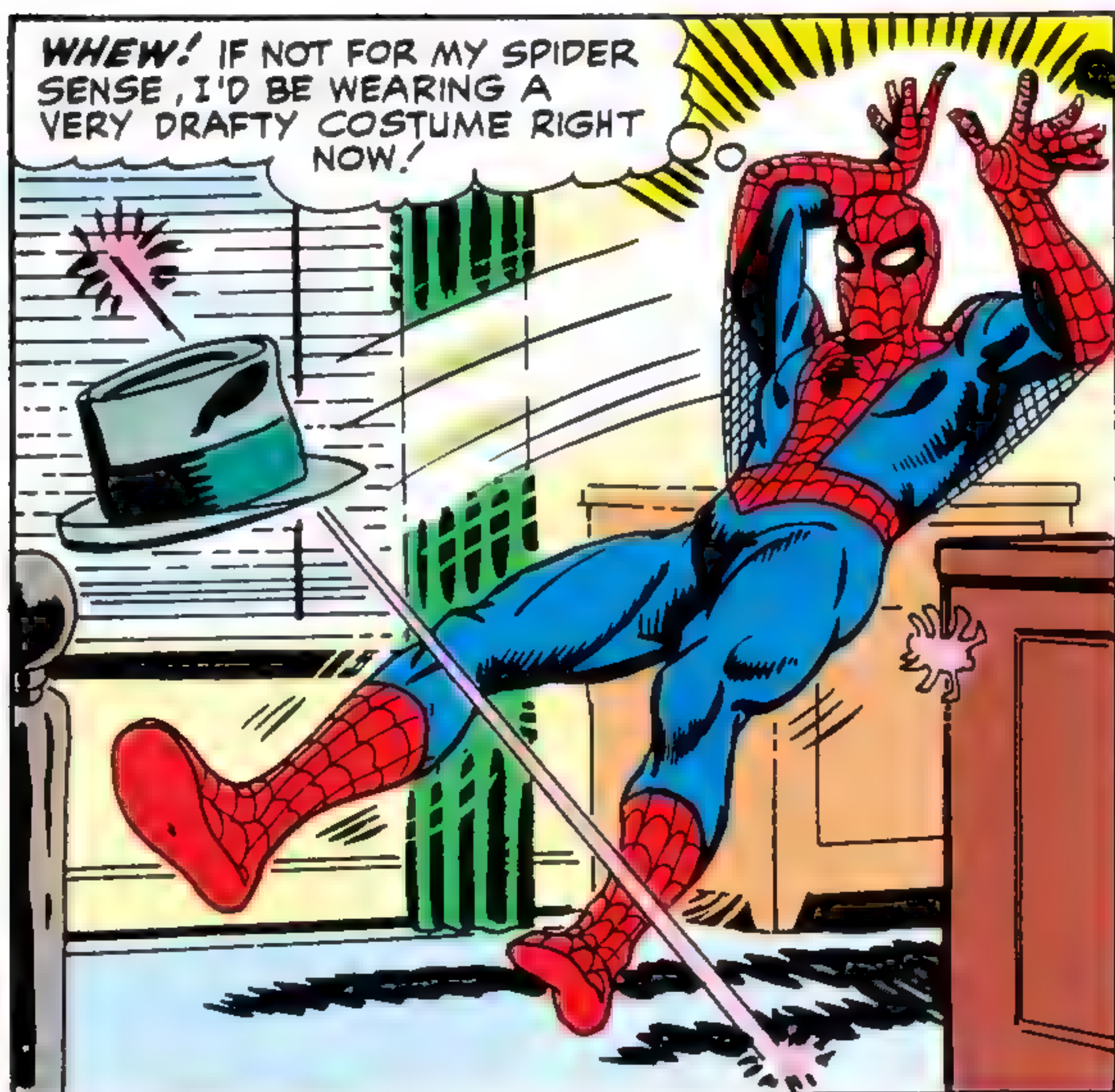
HMM, I WONDER... DID FOSWELL CHANGE HIS CLOTHES BECAUSE HE KNEW MY ELECTRONIC TRACER GIZMO WAS HIDDEN IN HIS HAT? OR, WAS THERE **ANOTHER** REASON??



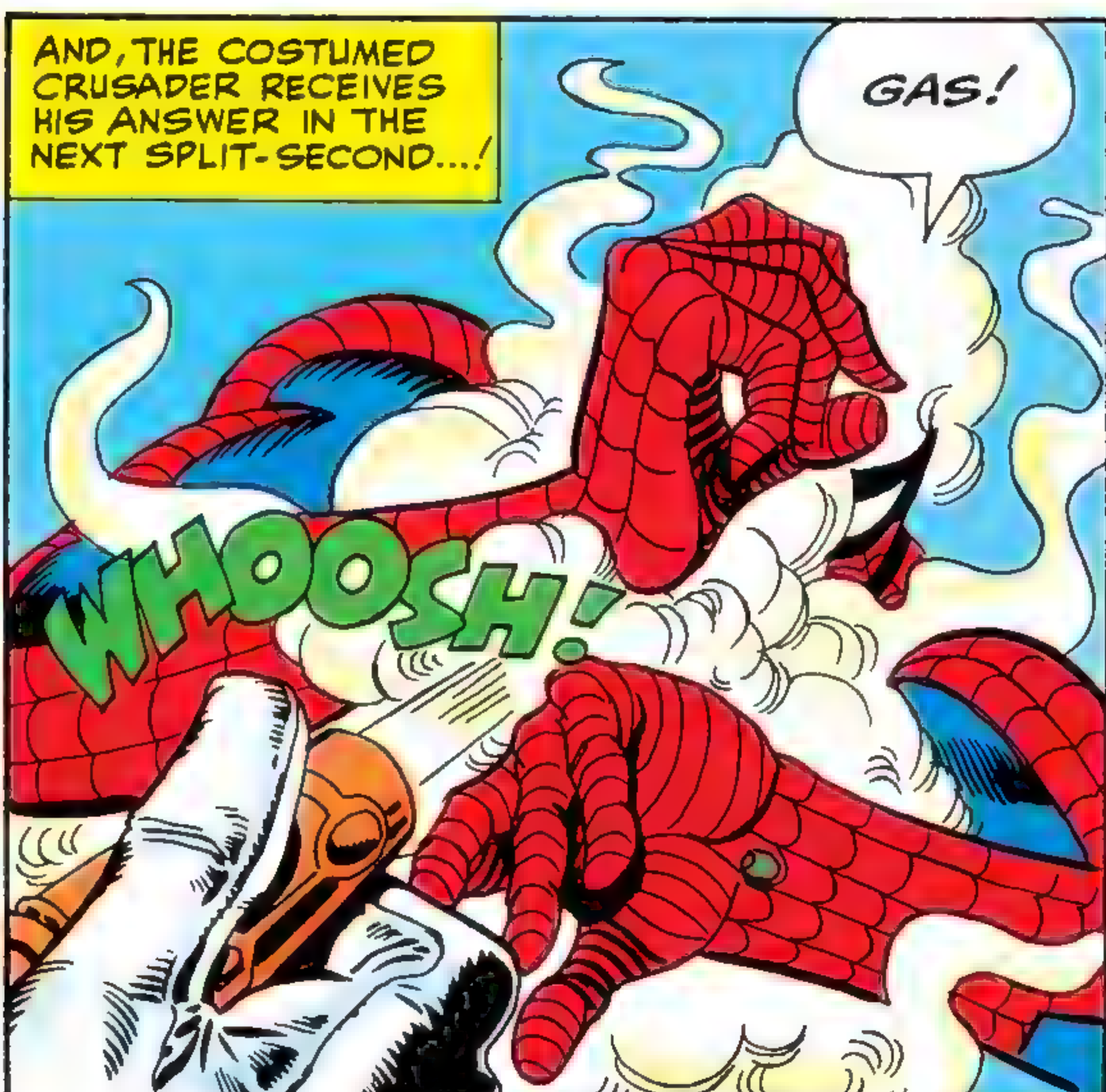
**WAIT A MINUTE!** MY **SPIDER-SENSE** IS TINGLING! DANGER IS NEAR... **VERY NEAR!!**



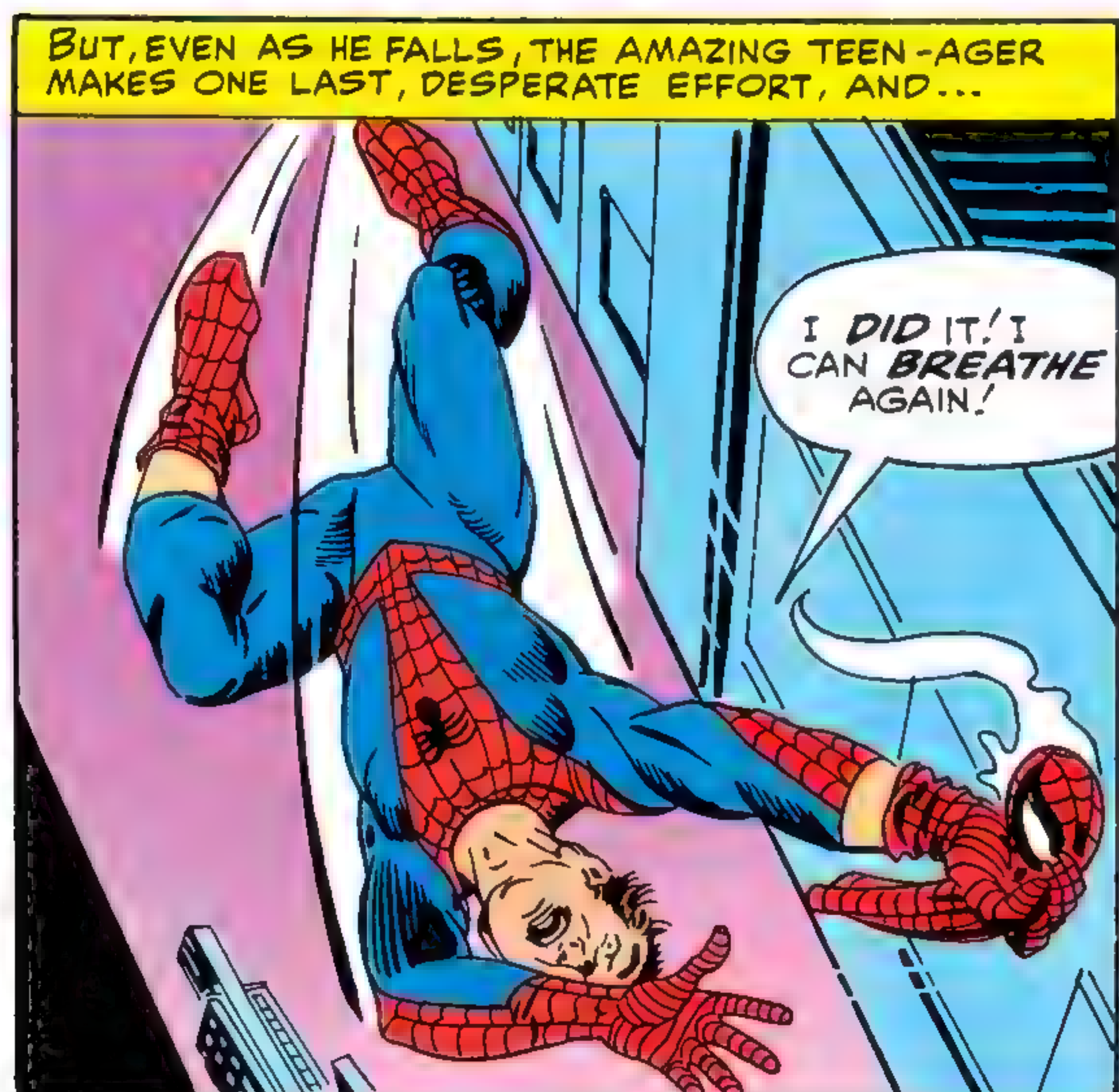
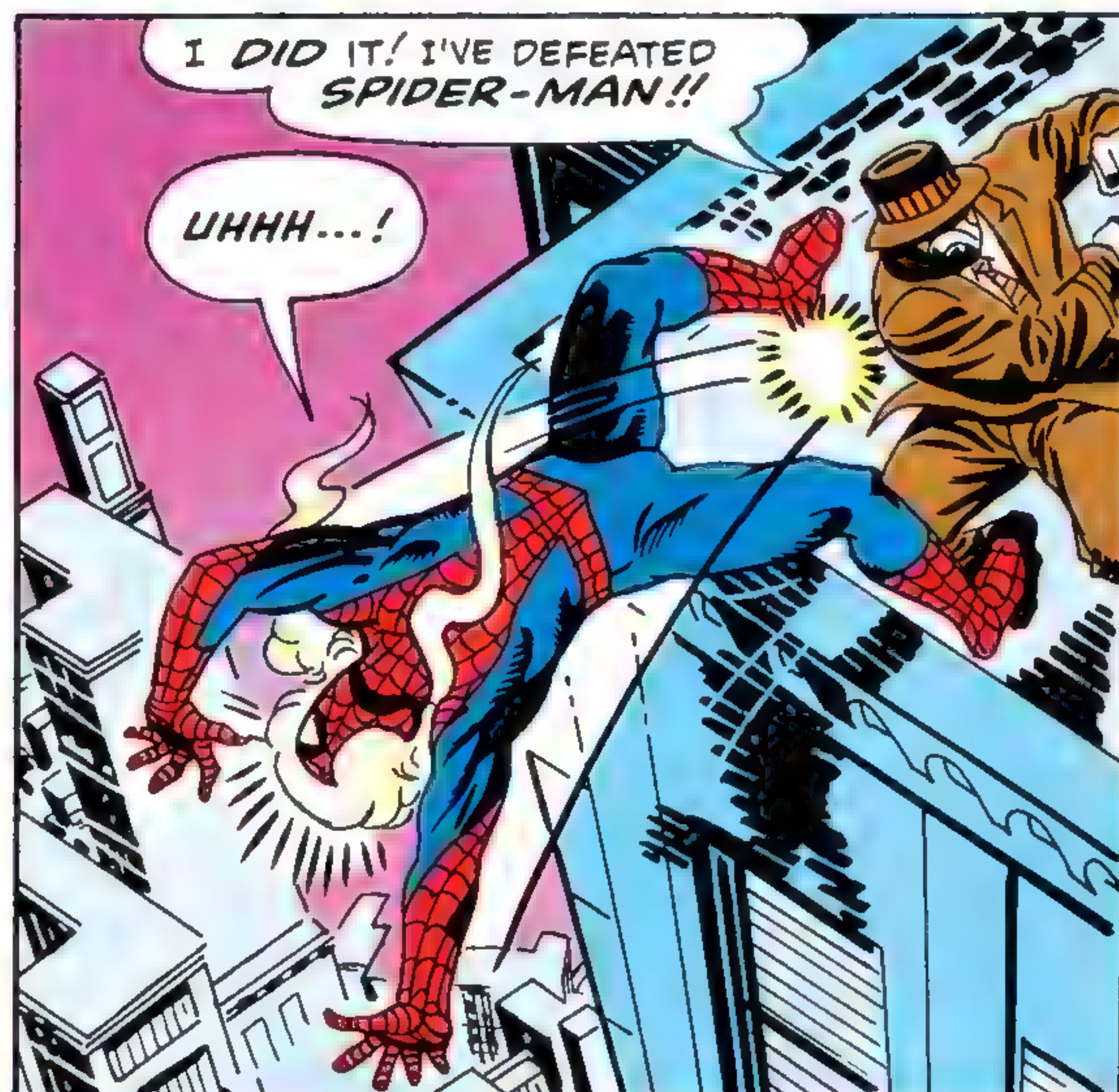
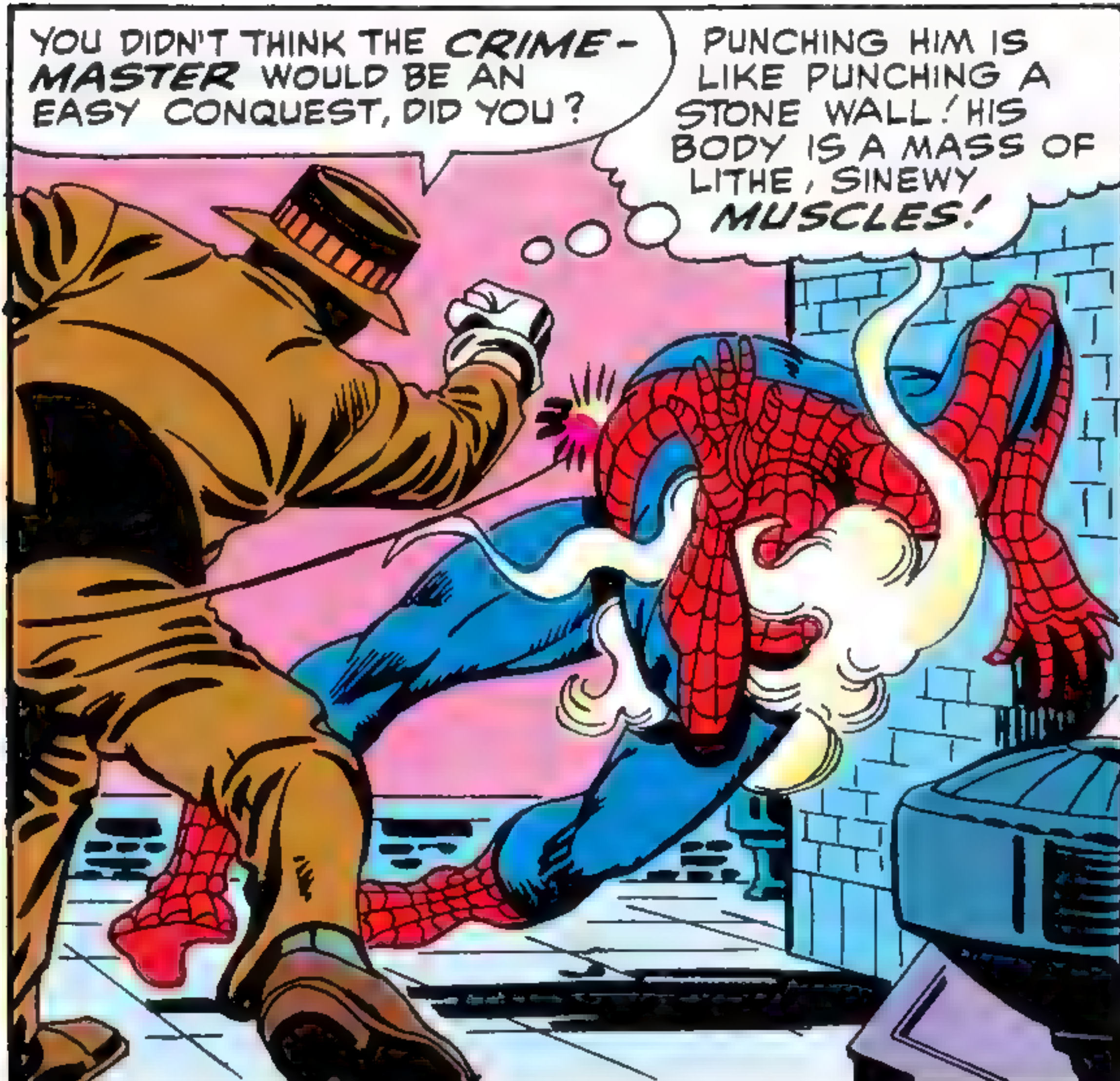








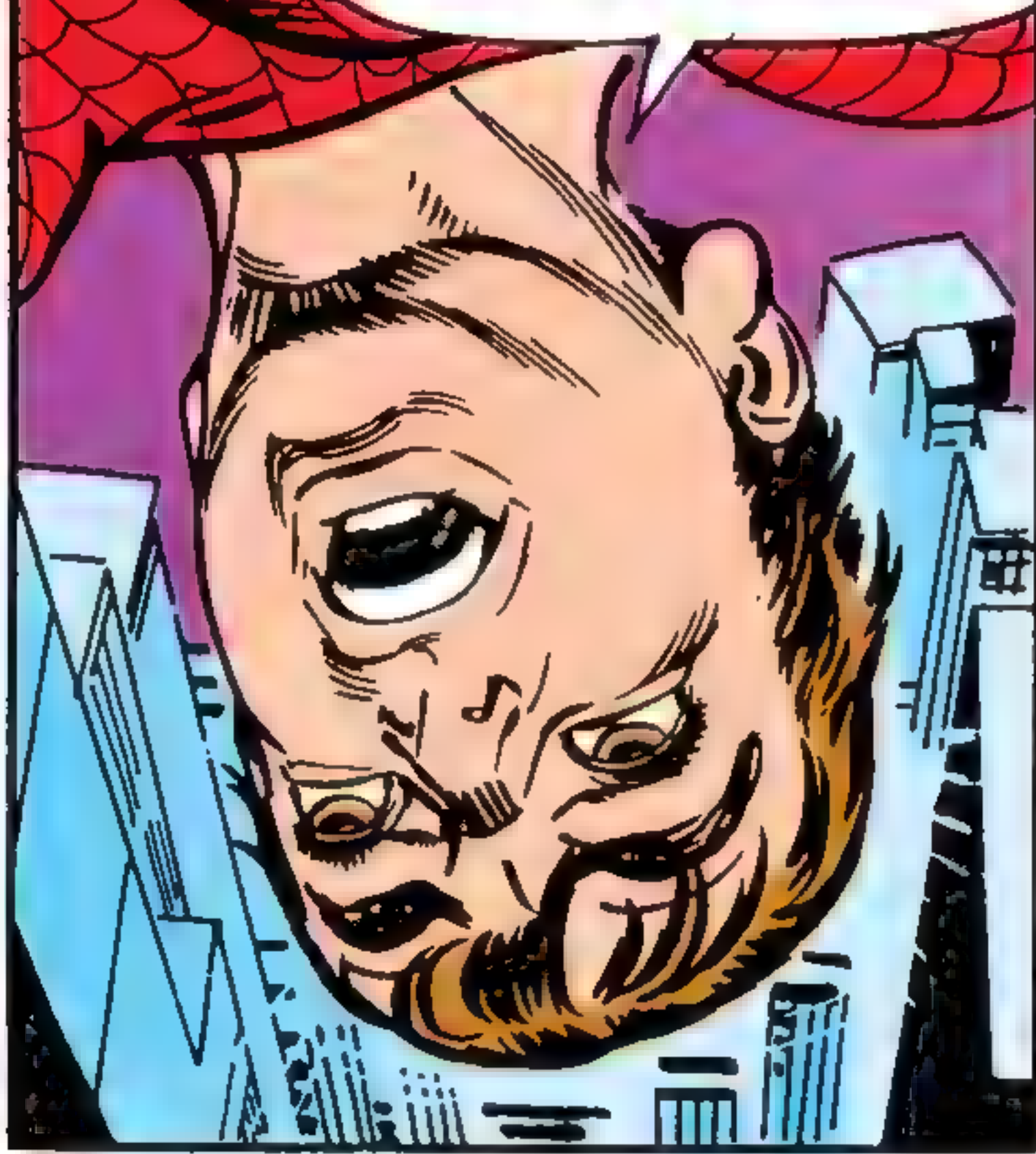






BUT WITH HIS HEAD NOW CLEARED, AND HIS LIGHTNING-FAST REFLEXES OPERATIONAL AGAIN, SPIDEY INSTANTLY REALIZES HIS GRAVE DANGER...!

FALLING!! ABOUT TO HIT THE GROUND!!



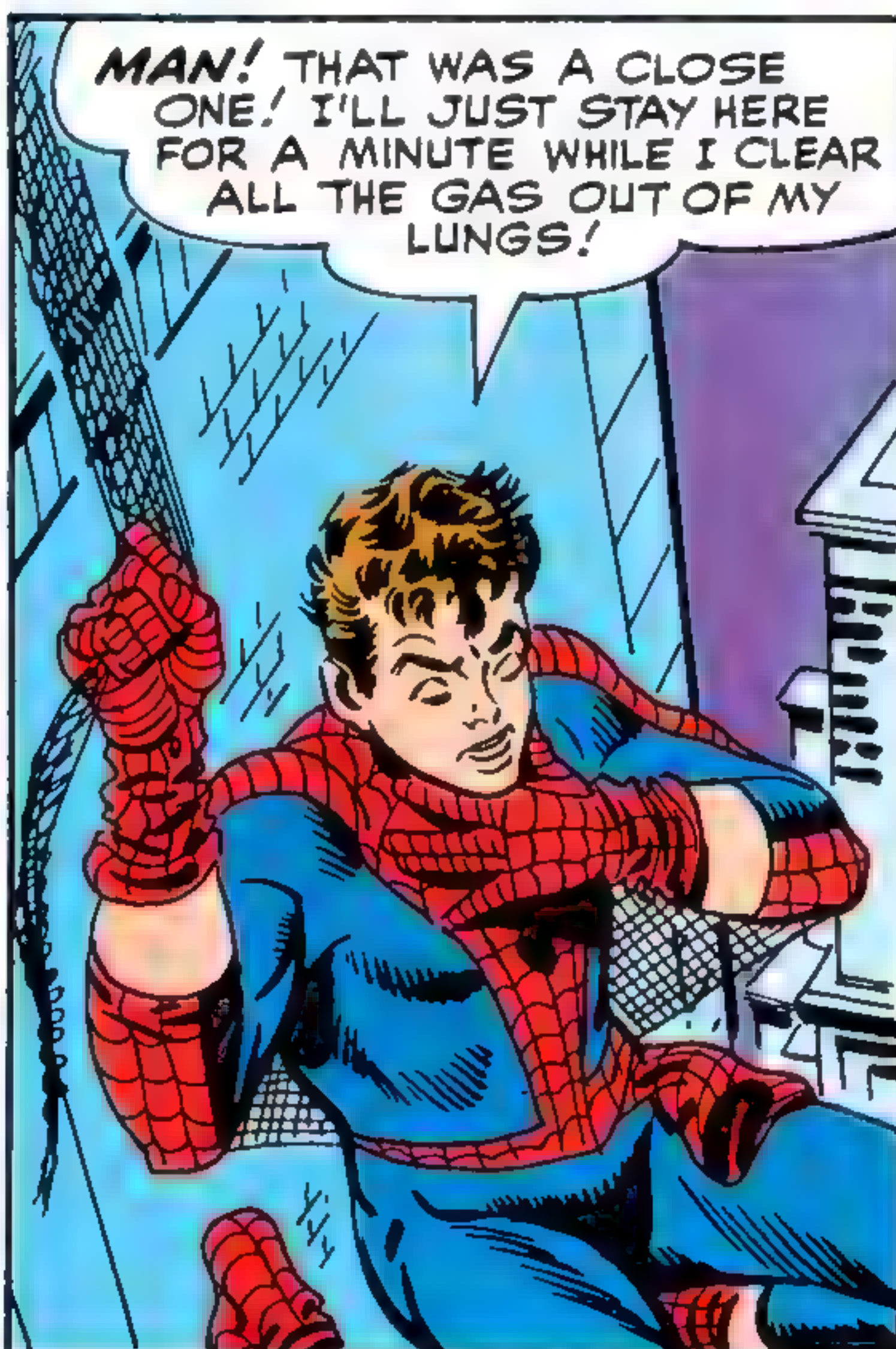
MY WEBBING! I'LL SHOOT IT OUT... FAST!



IT'S GOT TO HOLD! IT'S GOT TO!



IT DID IT!! I'M SAFE!!



MAN! THAT WAS A CLOSE ONE! I'LL JUST STAY HERE FOR A MINUTE WHILE I CLEAR ALL THE GAS OUT OF MY LUNGS!



BUT THEN, WHEN THE FIGHTING-MAD SPIDER-MAN RETURNS TO THE ROOFTOP AGAIN...

HE'S GONE! I'VE LOST HIM!



WELL, I'LL USE THESE FEW MINUTES TO WEB-UP AGAIN! IT COULD HAVE BEEN FOSWELL HIMSELF! HE MIGHT HAVE BEEN RETURNING TO HIS ROOM, AND THEN HE SAW ME AND DECIDED TO FINISH ME OFF!

BUT NOW I'VE NO WAY TO BE SURE!

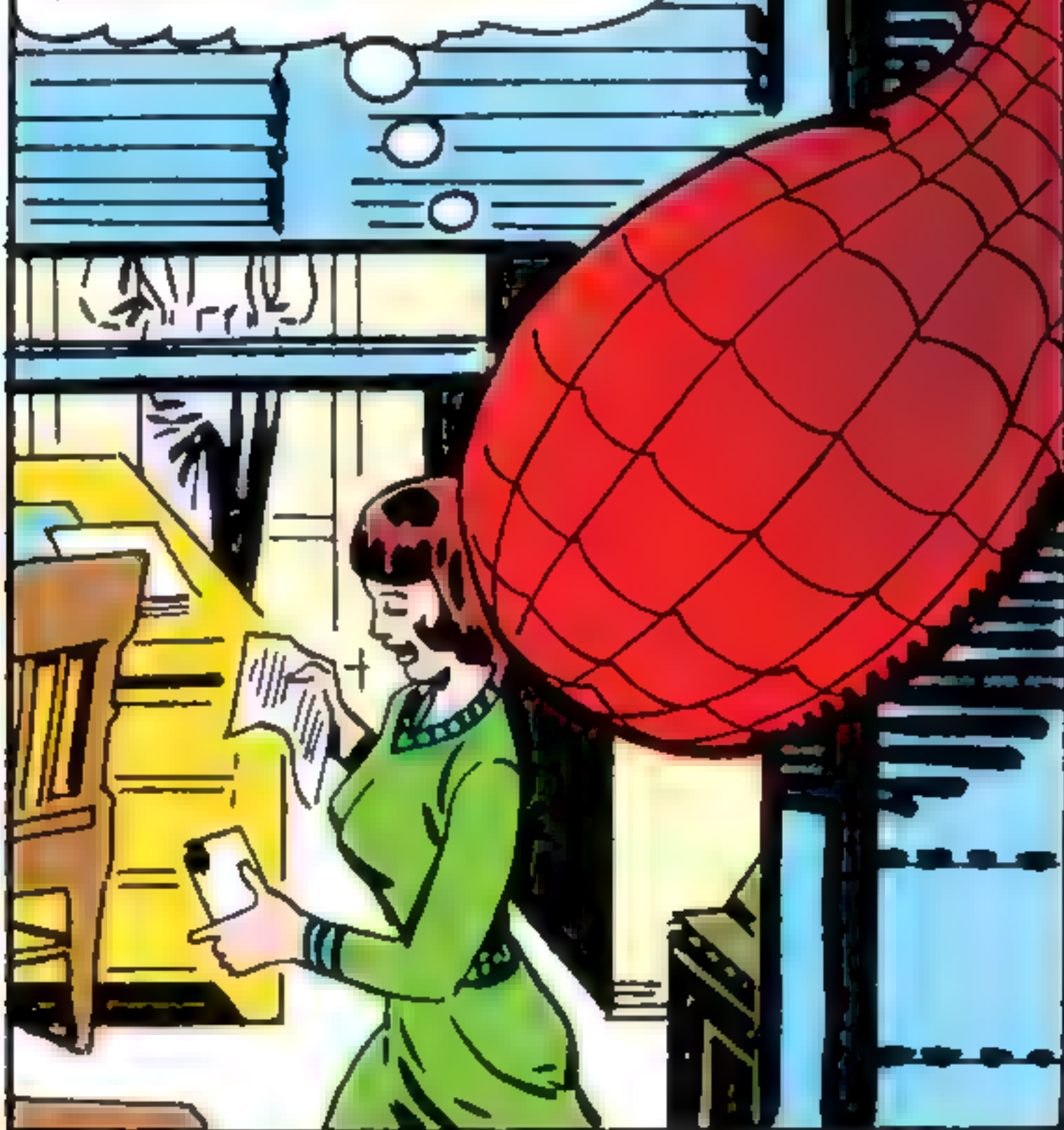


NO TRACE OF HIM ANYWHERE AROUND HERE! I'D BETTER PAY A VISIT TO THE "DAILY BUGLE" AGAIN!... HE MIGHT HAVE RETURNED TO HIS JOB THERE!



MINUTES LATER...

STILL NO SIGN OF HIM! BUT THERE'S **BETTY**... PROBABLY READING ANOTHER LETTER FROM THAT BLAMED NED LEEDS!



WELL, I'VE NO TIME TO WORRY ABOUT BETTY'S PEN PALS RIGHT NOW!

HMM, JAMESON'S OFFICE IS EMPTY, TOO! THIS IS A GOOD TIME FOR ME TO SCOUT AROUND FOR MY AUTHENTIC SPIDER-MAN COSTUME!



BUT, AFTER A BRIEF THOUGH PAINS-TAKING SEARCH...

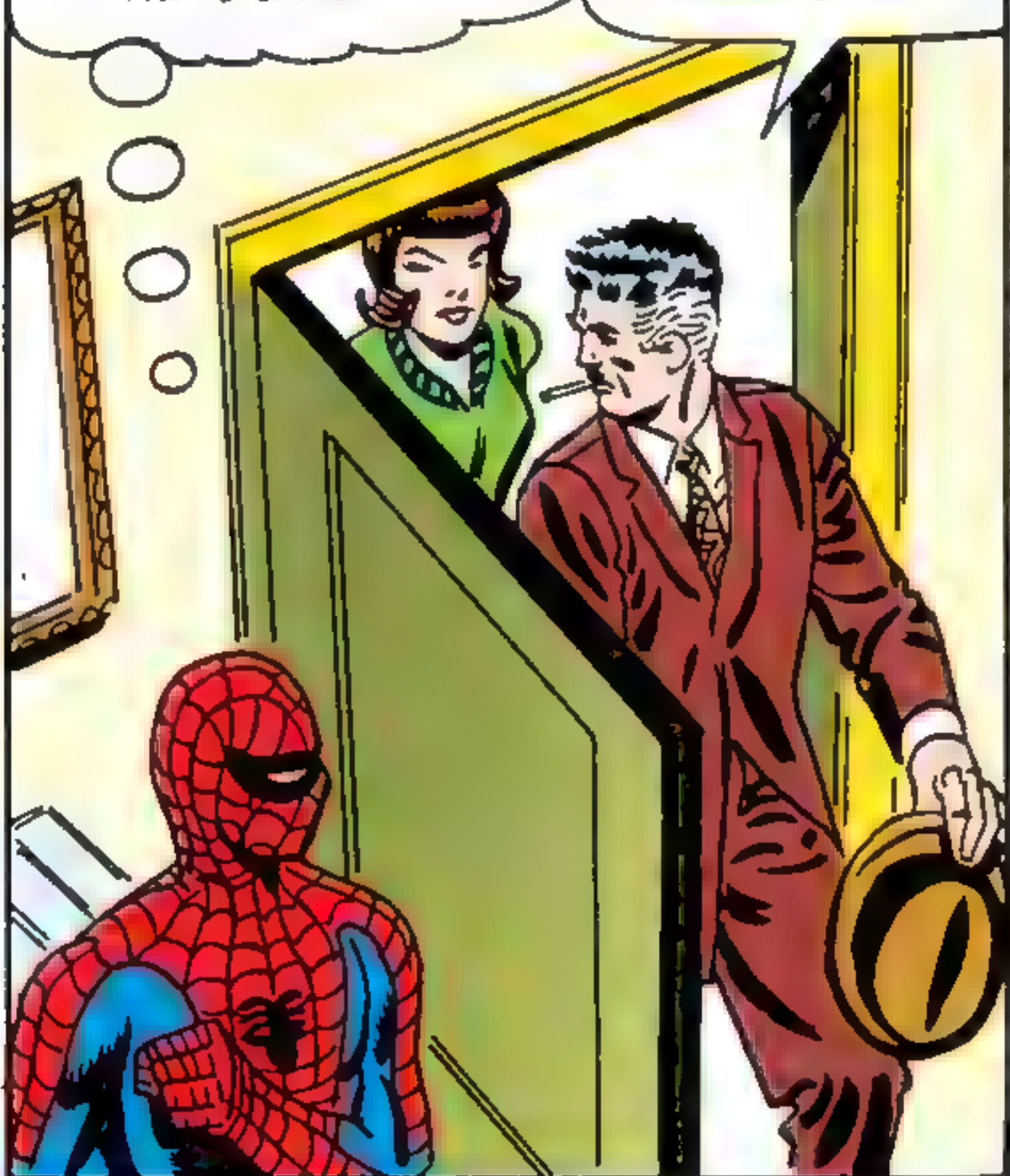
IT'S NOT HERE! NOTHING BUT A MILLION CLIPPINGS ABOUT THE GREEN GOBLIN, THE CRIME-MASTER, AND THAT LITTLE OL' SPIDER-MAN... **ME!**

OH, WELL, IT'S NICE TO KNOW I STILL RATE AMONG THE BIG THREE!



I WONDER WHAT JAMESON **DID** WITH MY COSTUME? HE MIGHT HAVE... UH-OH! SPEAK OF THE DEVIL...

RESERVE A TABLE FOR ME AT MY CLUB FOR DINNER, MISS BRANT!



HI, CHEERFUL CHARLIE! YOU WENT TO SO MUCH TROUBLE TO FIND ME LAST TIME WE MET, THAT I THOUGHT I'D RETURN THE FAVOR NOW!

**SPIDER-MAN!**

THE NAME SOUNDS LIKE **MUSIC** WHEN YOU SAY IT!



OKAY, IF YOU CAME IN TO GLOAT OVER BEATING ME LAST TIME, HAVE YOUR FUN AND THEN GET LOST! I'VE GOT WORK TO DO!

AWWW! DON'T GO 'WAY MAD! ARE YOU STILL SULKING BECAUSE YOU TRIED TO CAPTURE **ME**, AND ONLY WOUND UP WITH MY **COSTUME**!?



DON'T GET COZY WITH **ME**, MASKED MAN! IF YOUR **COSTUME** IS WHAT YOU CAME FOR, THAT CRACKPOT **SMYTHE** HAS IT! YOU CAN GET IT FROM **HIM**!

**SMYTHE!** HE'S THE ONE WHO BUILT THE ROBOT WITH WHICH JONAH TRIED TO DEFEAT ME! THAT'S **GREAT**... I KNOW WHERE TO FIND HIM!



WELL, I'LL BE LEAVING NOW, J.J./ YOU'RE JUST NOT THE CHEERFUL LITTLE FUN PERSON THAT YOU USED TO BE!

AND, MORE IMPORTANT, THIS DRATTED **MASK** KEEPS POPPING OUT!



POOR JONAH! I THINK HE'S JUST ABOUT GIVEN UP ON ME! I DON'T KNOW WHETHER TO BE HAPPY OR SAD!

MMM, I'D BETTER SEAL THE MASK WITH SOME STICKY WEBBING FLUID!

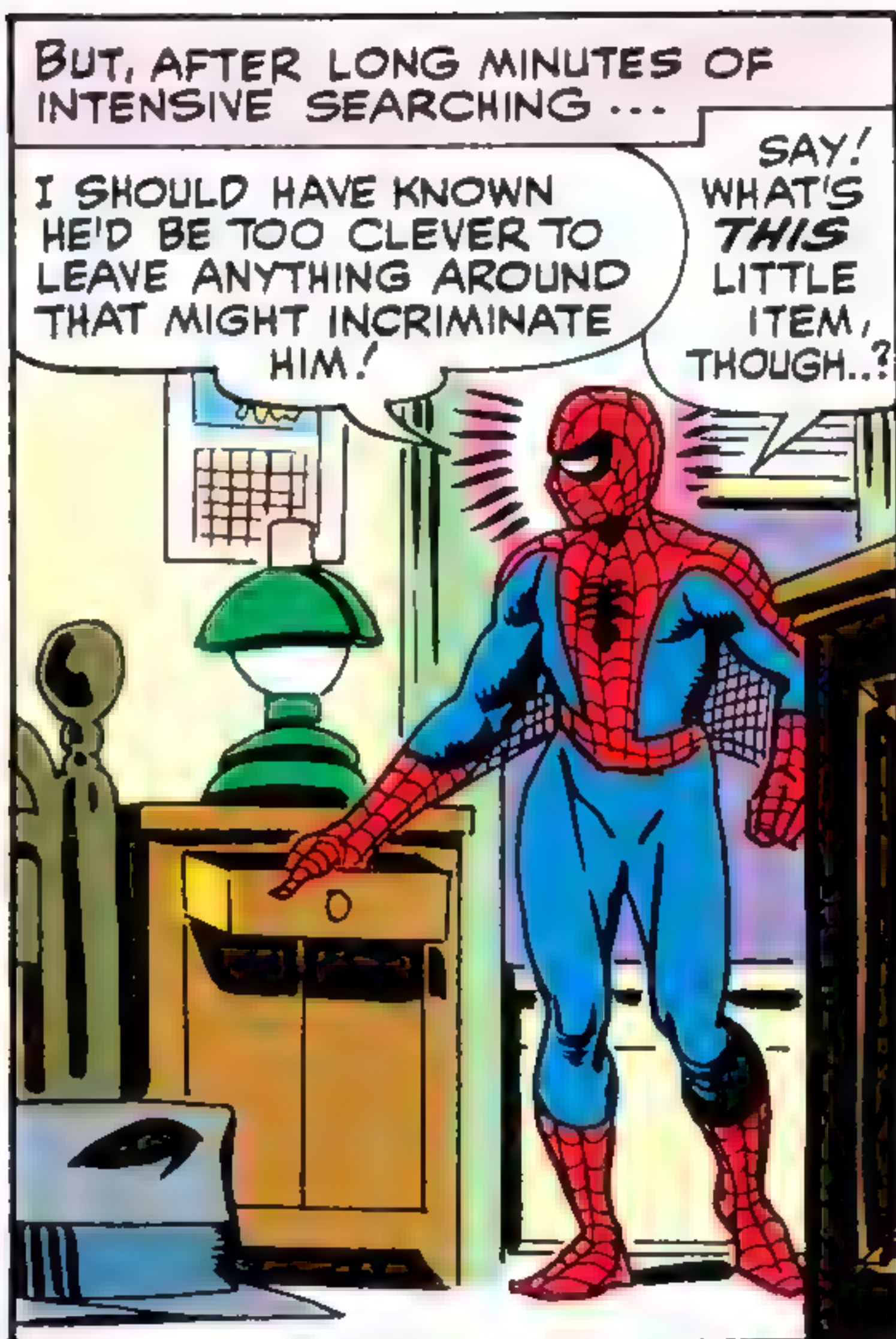
AT LEAST I KNOW IT'LL STAY ON UNTIL THE WEB EVAPORATES







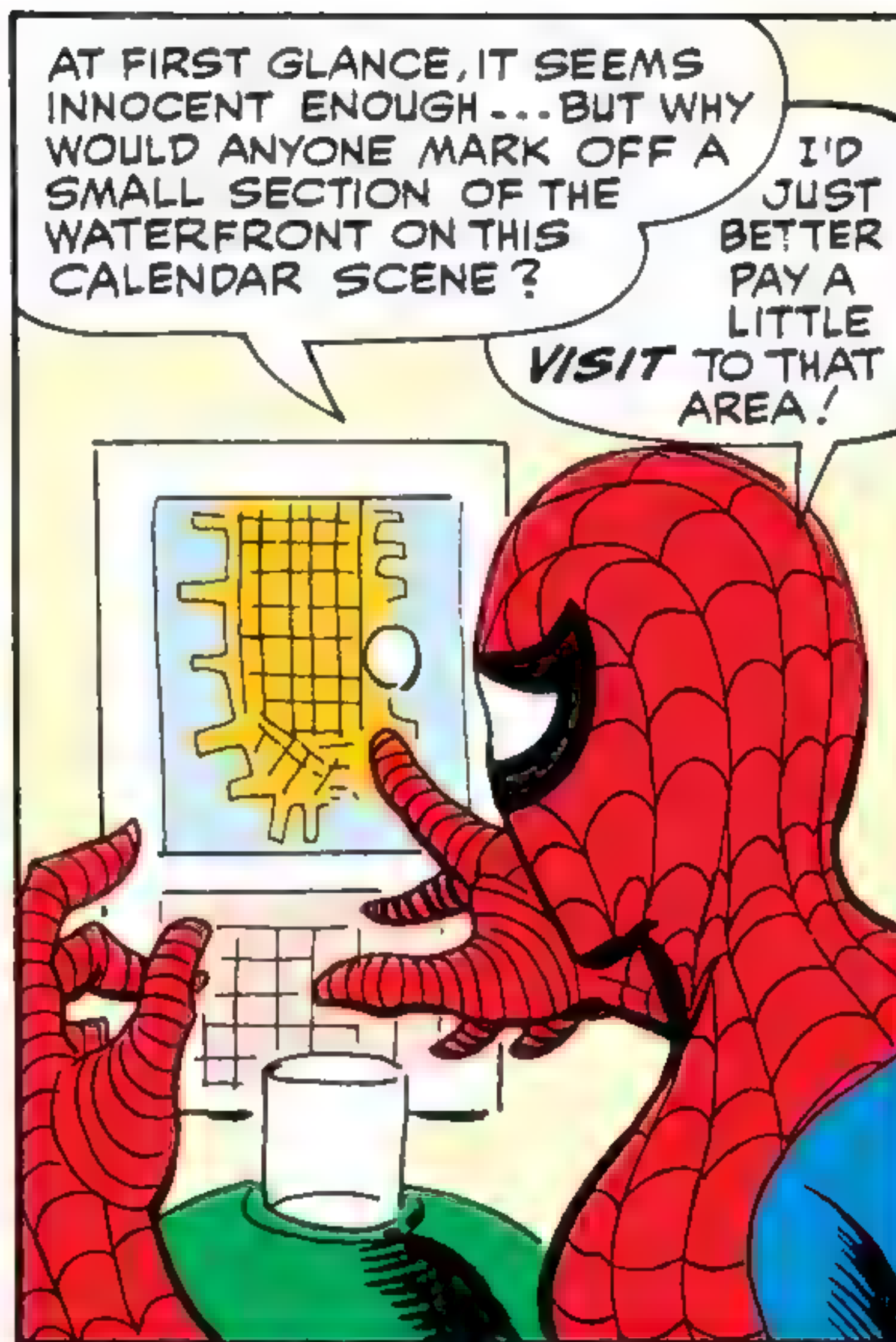
IT'S STILL EARLY, SO I MIGHT AS WELL RETURN TO FOSWELL'S PLACE! I'LL GIVE IT ANOTHER THOROUGH GOING OVER!



BUT, AFTER LONG MINUTES OF INTENSIVE SEARCHING ...

I SHOULD HAVE KNOWN HE'D BE TOO CLEVER TO LEAVE ANYTHING AROUND THAT MIGHT INCRIMINATE HIM!

SAY! WHAT'S **THIS** LITTLE ITEM, THOUGH...?



AT FIRST GLANCE, IT SEEMS INNOCENT ENOUGH... BUT WHY WOULD ANYONE MARK OFF A SMALL SECTION OF THE WATERFRONT ON THIS CALENDAR SCENE?

I'D JUST BETTER PAY A LITTLE VISIT TO THAT AREA!

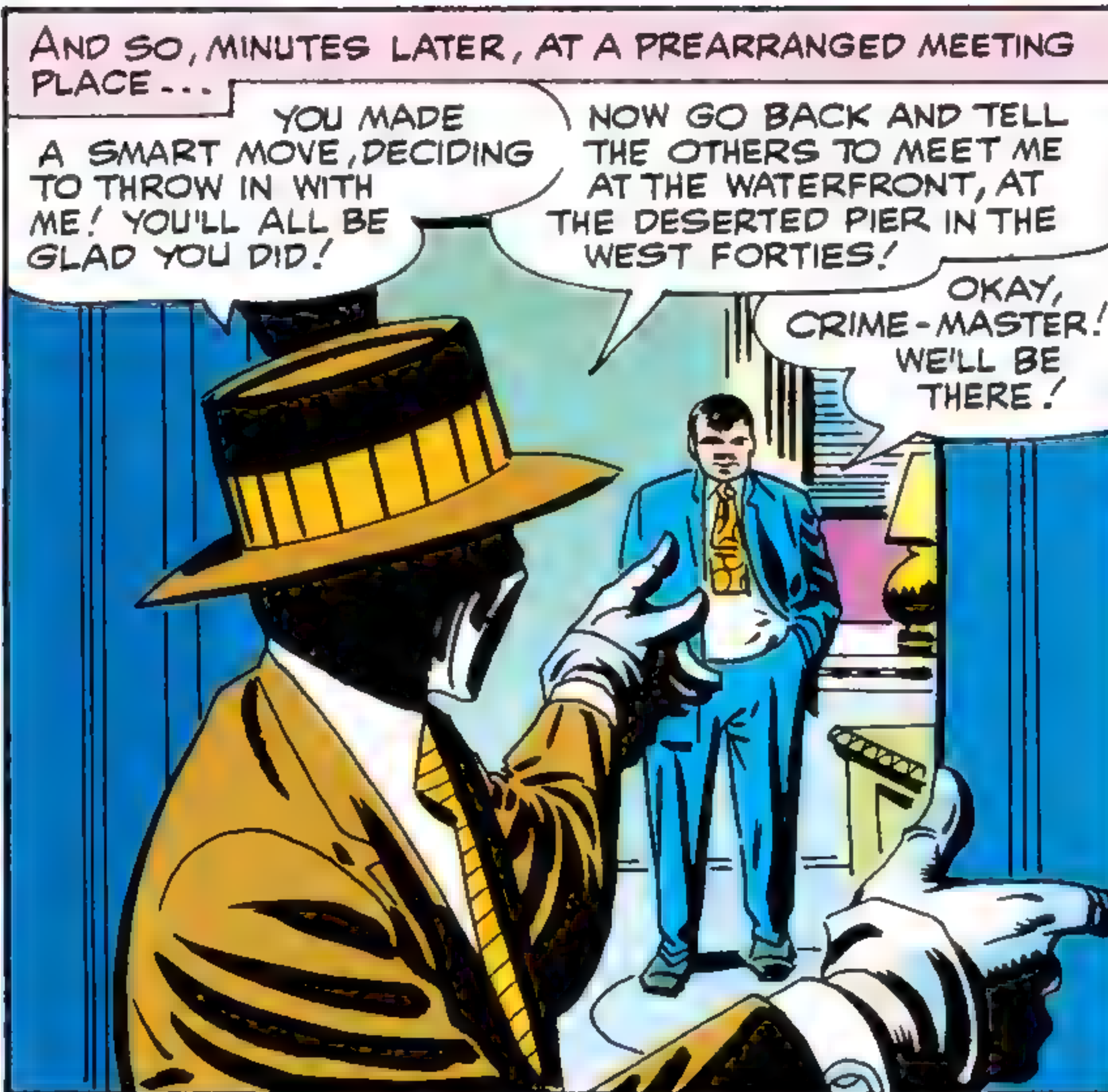


BUT, AT THAT VERY SAME TIME, LONG BEFORE SPIDEY CAN REACH THE SPOT, A SECRET MEETING OF THE UNDERWORLD'S LEADERS IS IN SESSION ...

OKAY THEN, WE'RE ALL AGREED ON WHAT TO DO!

YEAH! WE'LL SEND ONE OF US TO MEET WITH THE **CRIME-MASTER** AND HEAR HIS PROPOSITION!

I'LL GO! I GOT A HUNCH WE'LL BE BETTER OFF IF WE DO LET HIM LEAD US!



AND SO, MINUTES LATER, AT A PREARRANGED MEETING PLACE ...

YOU MADE A SMART MOVE, DECIDING TO THROW IN WITH ME! YOU'LL ALL BE GLAD YOU DID!

NOW GO BACK AND TELL THE OTHERS TO MEET ME AT THE WATERFRONT, AT THE DESERTED PIER IN THE WEST FORTIES!

OKAY, CRIME-MASTER! WE'LL BE THERE!



BUT NOW, JUST TO SHOW YOU THAT YOU CAN'T EVER TAKE THINGS FOR GRANTED IN OUR TALES, A **NEW** CHARACTER ENTERS THE SCENE ... A STOOL PIGEON KNOWN ONLY AS **PATCH** ...!

THE WORD IS OUT! THE MOBS ARE GONNA MEET AT THE OLD DESERTED PIER ON THE WEST SIDE!

GOOD WORK, PATCH! THIS IS THE TIP WE'VE BEEN WAITING FOR!



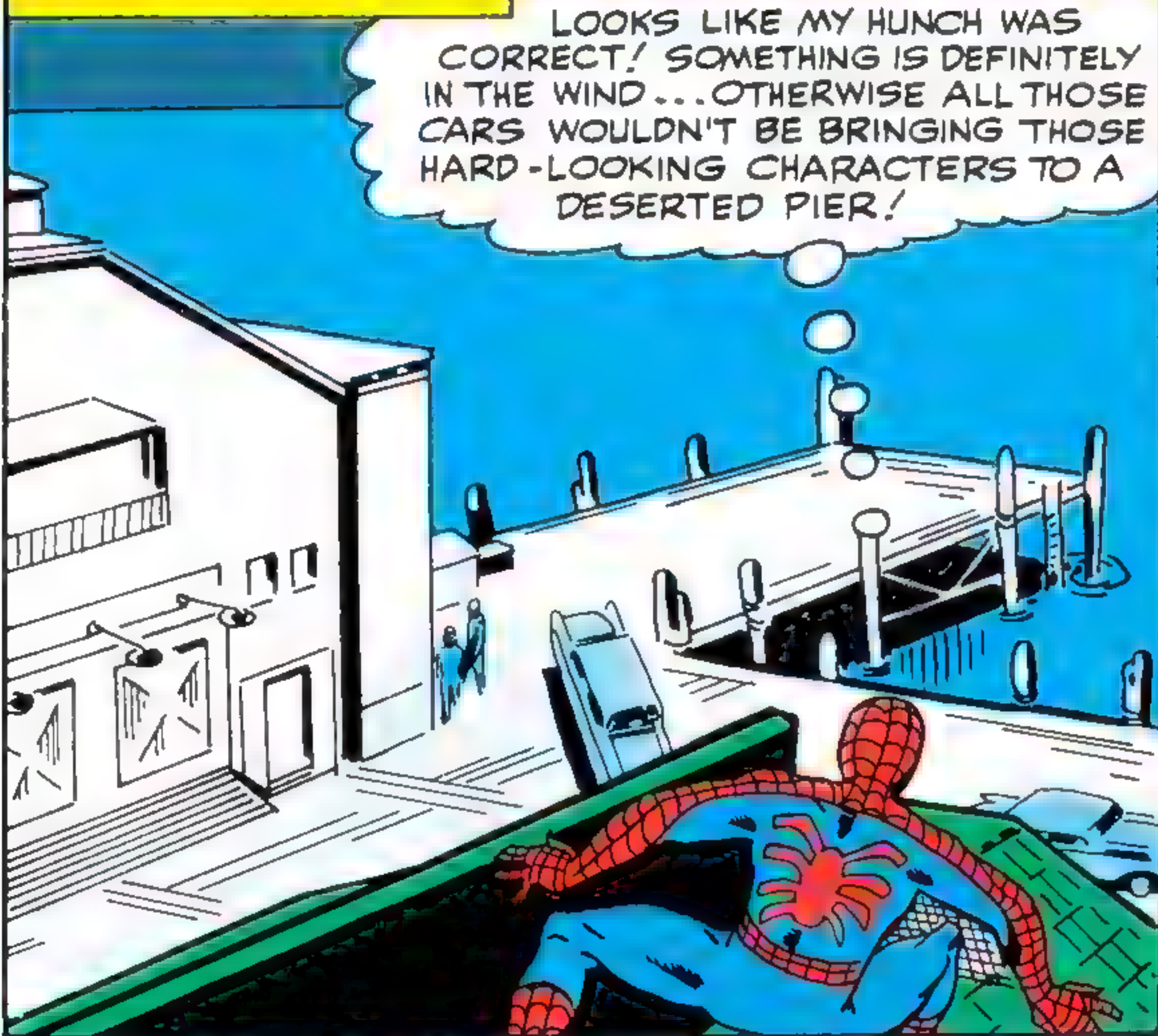
WE'VE GOT TO MOVE **CAREFULLY**! THERE'S NO LAW AGAINST MEN HAVING A MEETING ... NOT EVEN IF WE KNOW THEY'RE UNDERWORLD BIG SHOTS!

BUT, IF WE KEEP THEM UNDER SURVEILLANCE, AND PLAY OUR CARDS RIGHT, WE MIGHT GET ENOUGH EVIDENCE ON THEM TO PUT THEM AWAY FOR GOOD!

OKAY, YOU HAVE YOUR ORDERS! NOW TAKE OFF!



AT THE WATERFRONT, A SHORT TIME LATER, WE NEAR OUR STIRRING CLIMAX...



LOOKS LIKE MY HUNCH WAS CORRECT! SOMETHING IS DEFINITELY IN THE WIND... OTHERWISE ALL THOSE CARS WOULDN'T BE BRINGING THOSE HARD-LOOKING CHARACTERS TO A DESERTED PIER!

I BROUGHT SOME OF MY MUSCLE MEN, JUST IN CASE! WHAT'S THE DELAY? ISN'T THE **CRIME-MASTER** HERE YET?

NO! HE'LL SHOW UP AFTER EVERYONE'S ARRIVED! JUST GO INSIDE AND WAIT WITH THE OTHER GUYS!



BUT ANOTHER CONFERENCE IS SECRETLY TAKING PLACE NEARBY...

YOU CAN'T DO THIS WITHOUT **ME!** THE WHOLE PLAN WAS ORIGINALLY **MINE!** IF YOU TRY TO SQUEEZE ME OUT, I'LL ...!

YOU'LL DO **NOTHING!** NOT SO LONG AS I HAVE THE PROOF OF YOUR REAL IDENTITY LOCKED IN A SAFE DEPOSIT VAULT!



IF I'M EVER FOUND DEAD, THE POLICE WILL OPEN THAT VAULT AND LEARN WHO... **HEY! WHA...??**

YOU CHEAP DOUBLE-CROSSER! THE GREEN GOBLIN DOESN'T HAVE TO RESORT TO **MURDER!** THERE ARE **OTHER WAYS...**!!



HE WAS HIDING A **GUN** BEHIND HIS BACK!

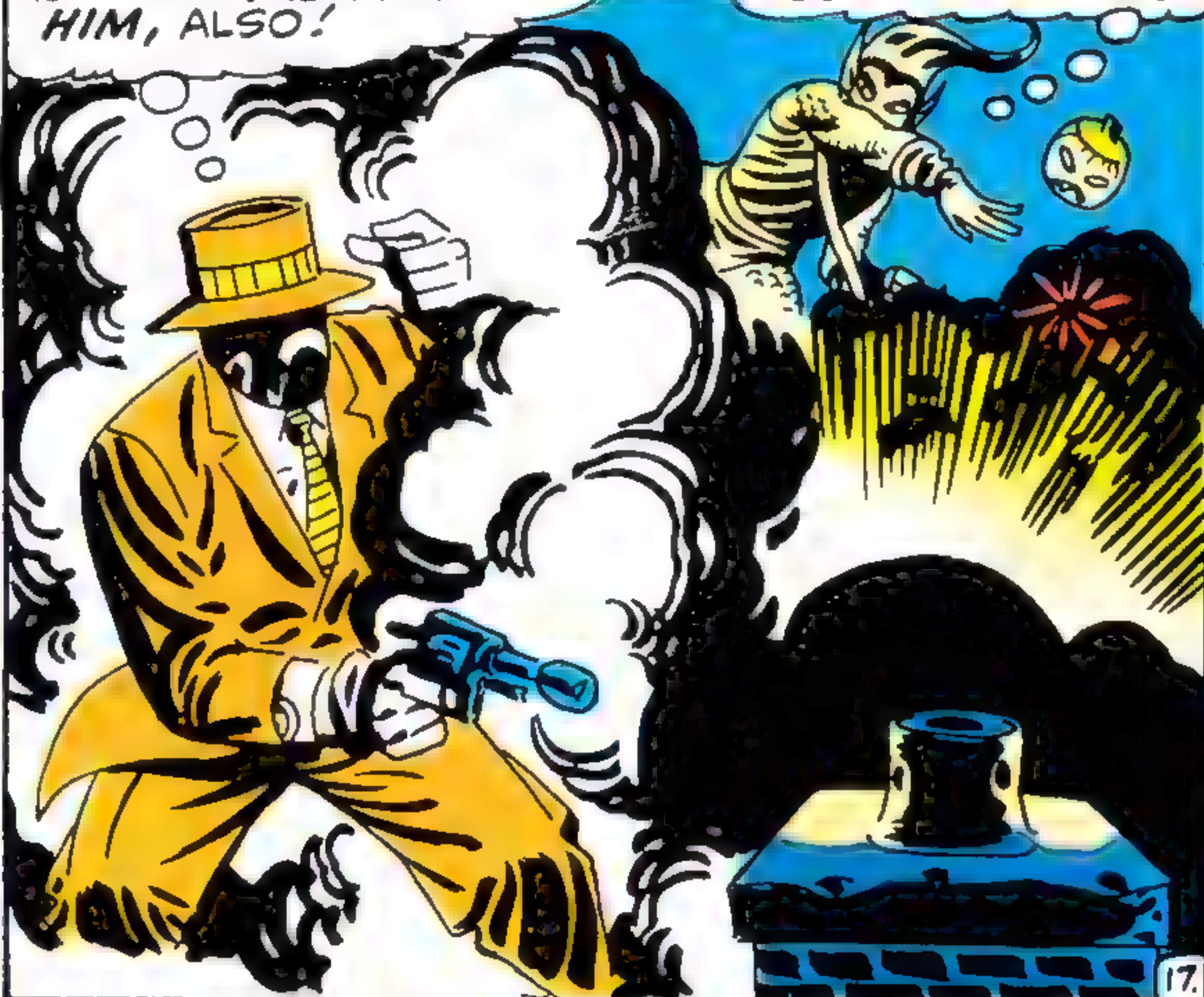
WELL, THE SMOKEY EXHAUST FROM MY JET GLIDER WILL COVER ME SO THAT HE WON'T KNOW WHERE TO SHOOT!

**BLAST YOU!** NO MATTER **HOW** TRICKY YOU ARE, A BULLET CAN **STILL** GET RID OF YOU FOREVER!

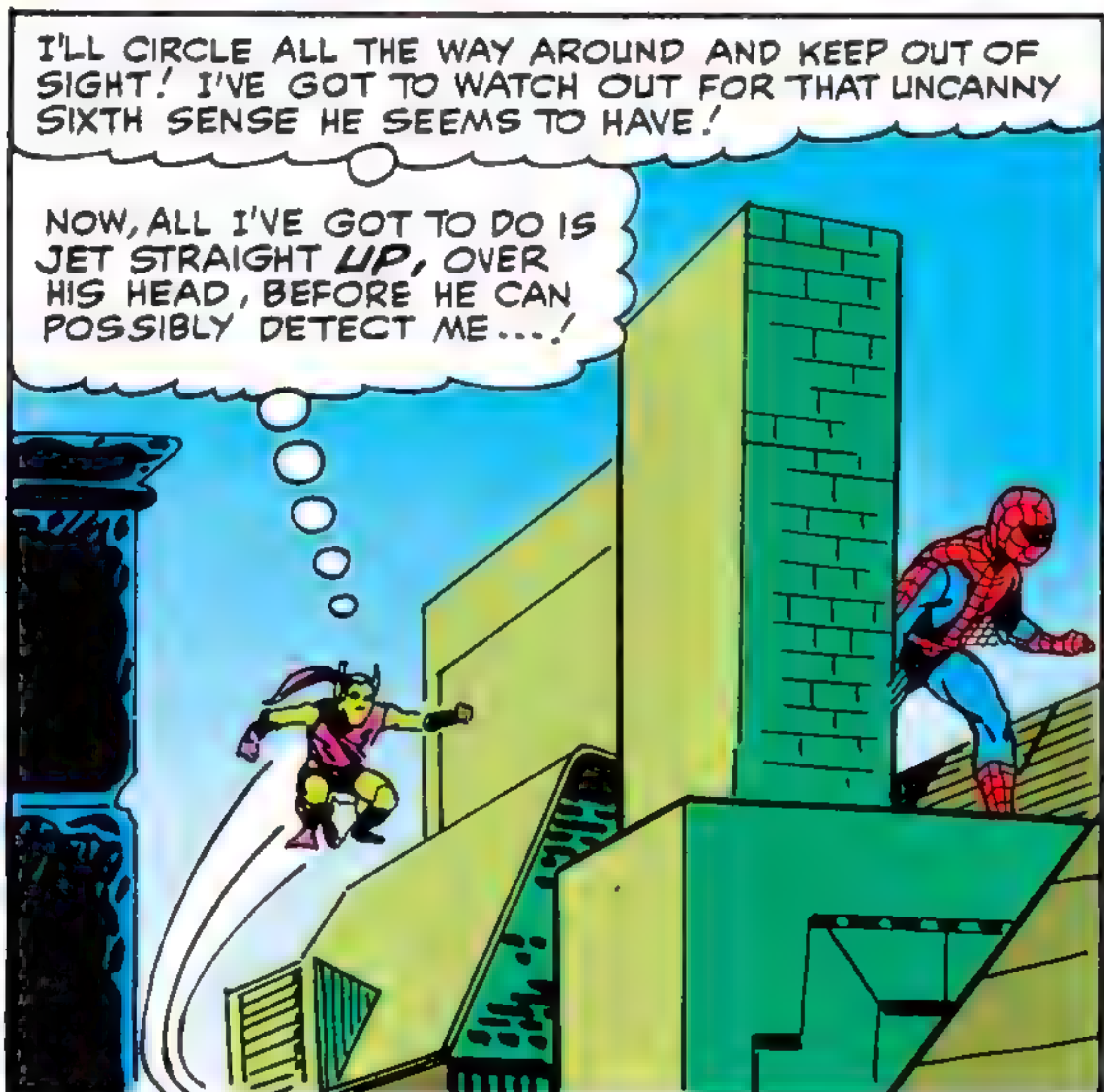
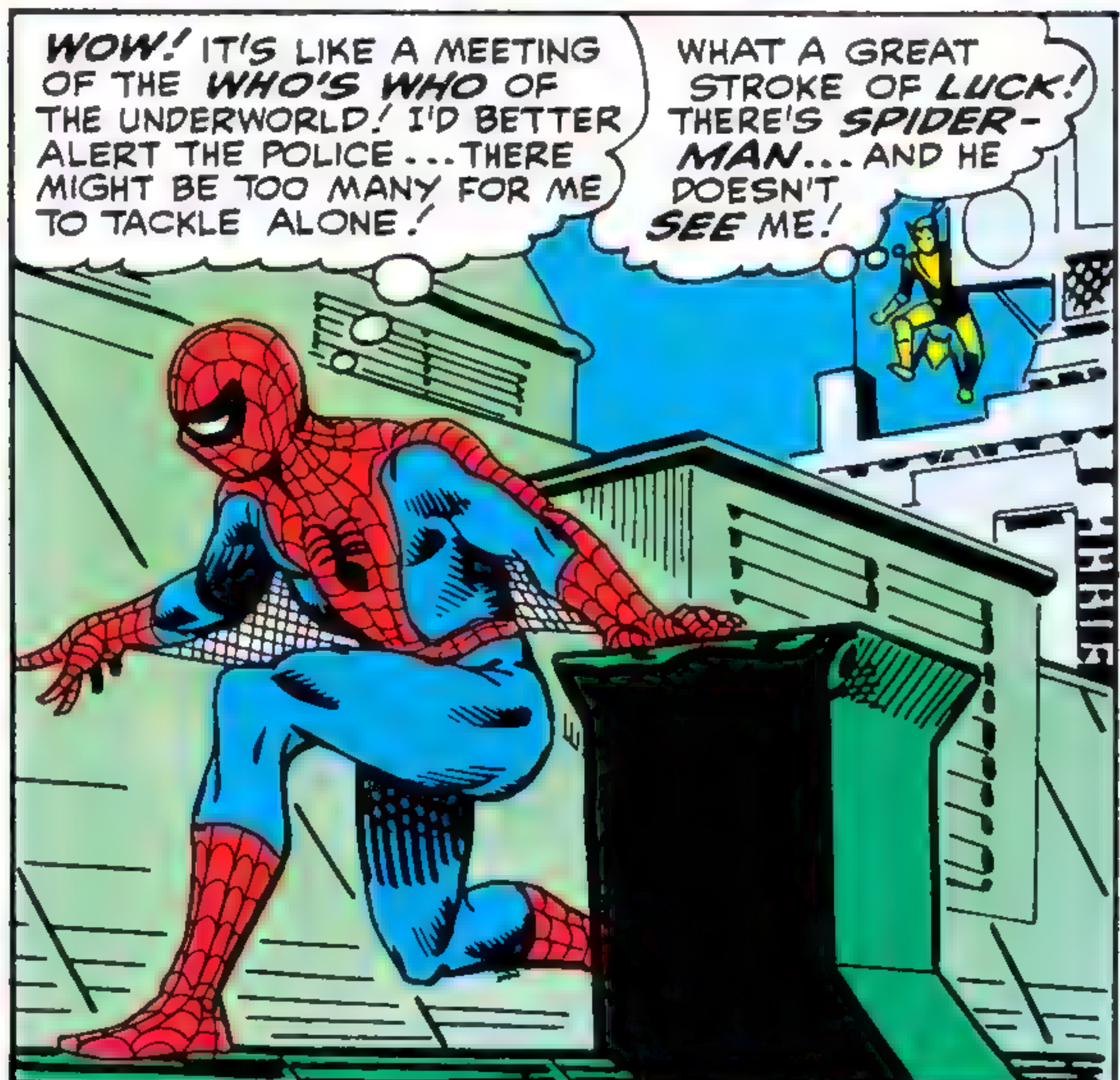
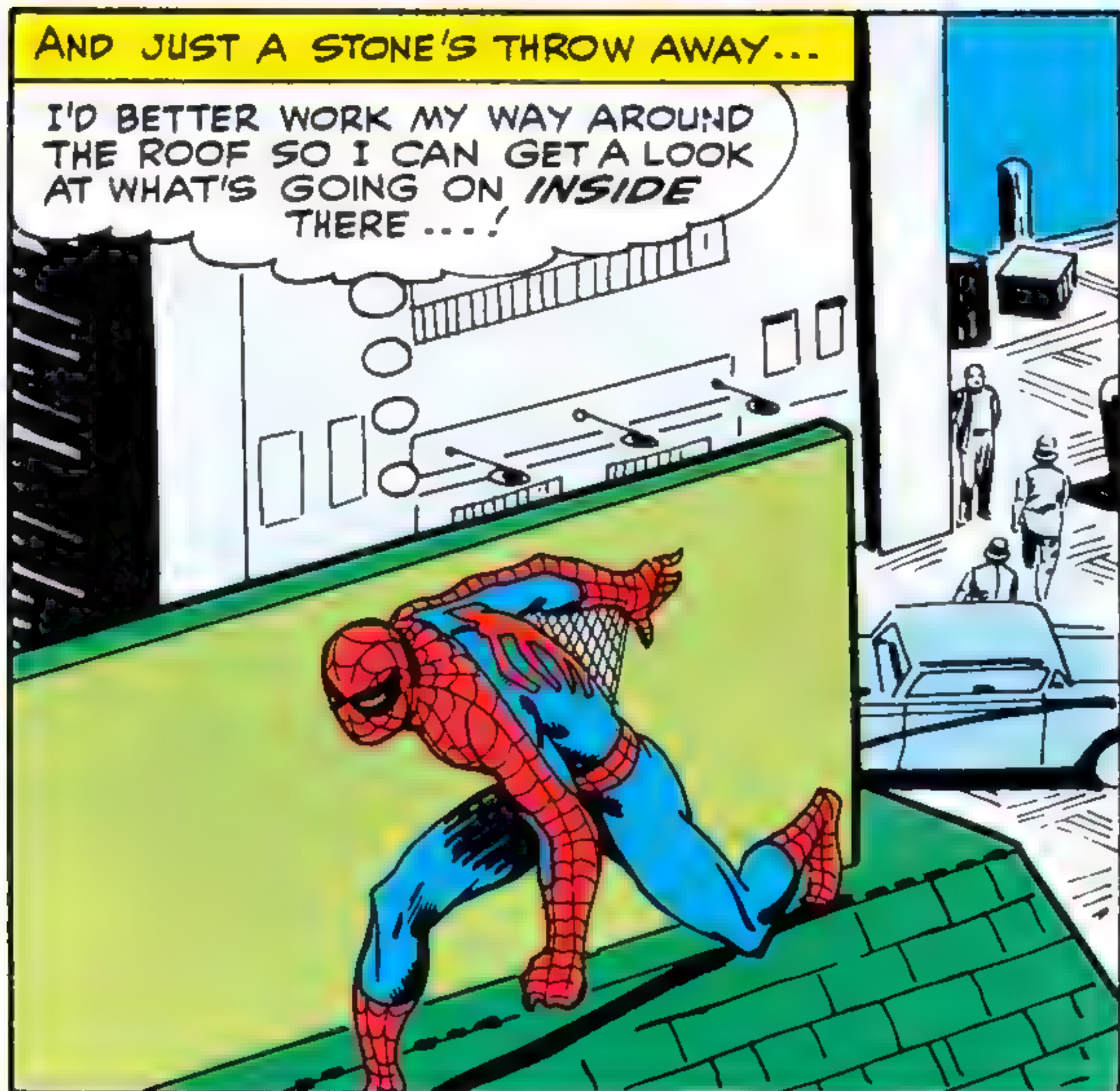
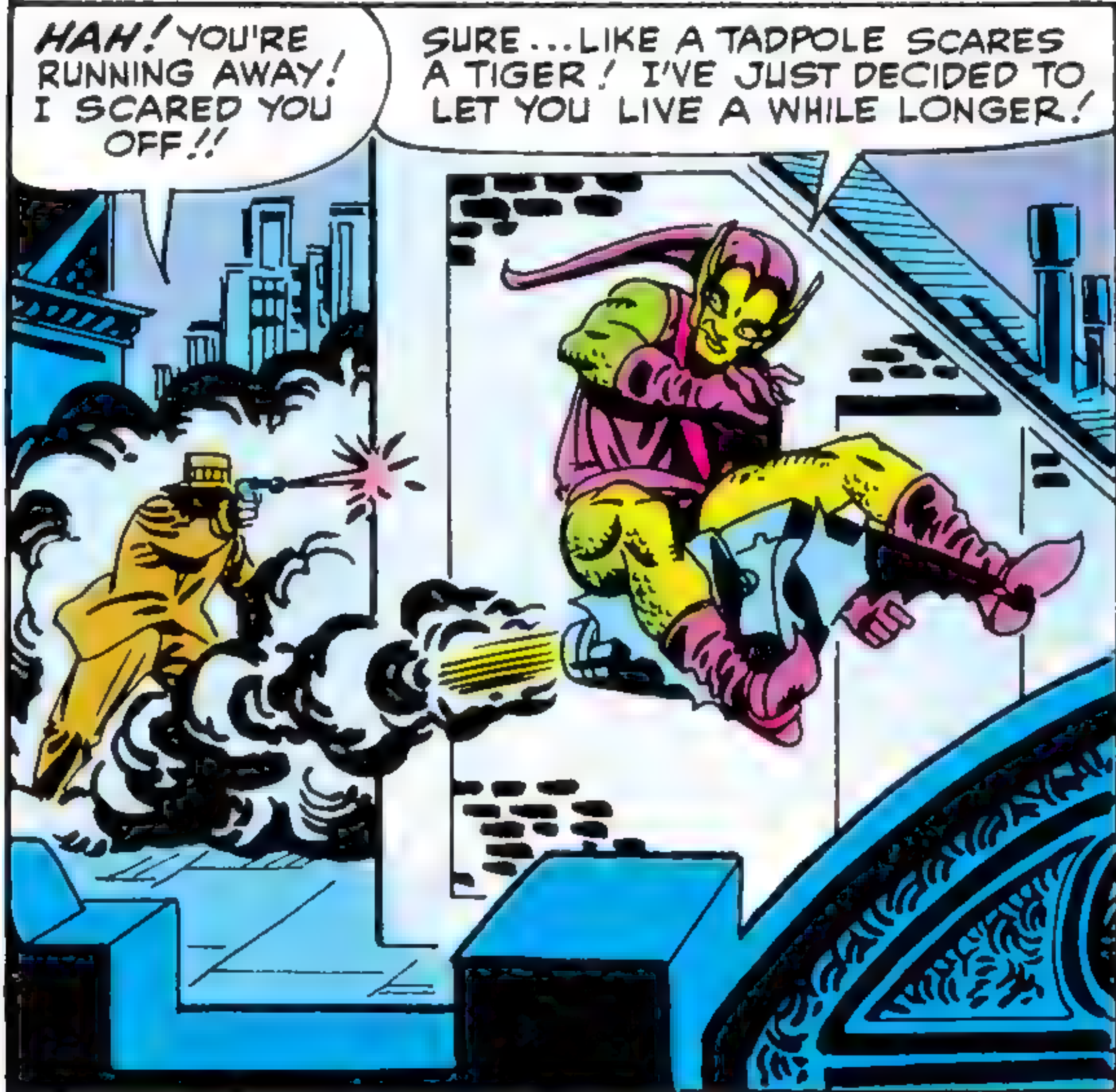


HE'S THROWING **STUN BOMBS**, BUT I'M IN LUCK... HIS OWN SMOKE IS HIDING **ME** FROM **HIM**, ALSO!

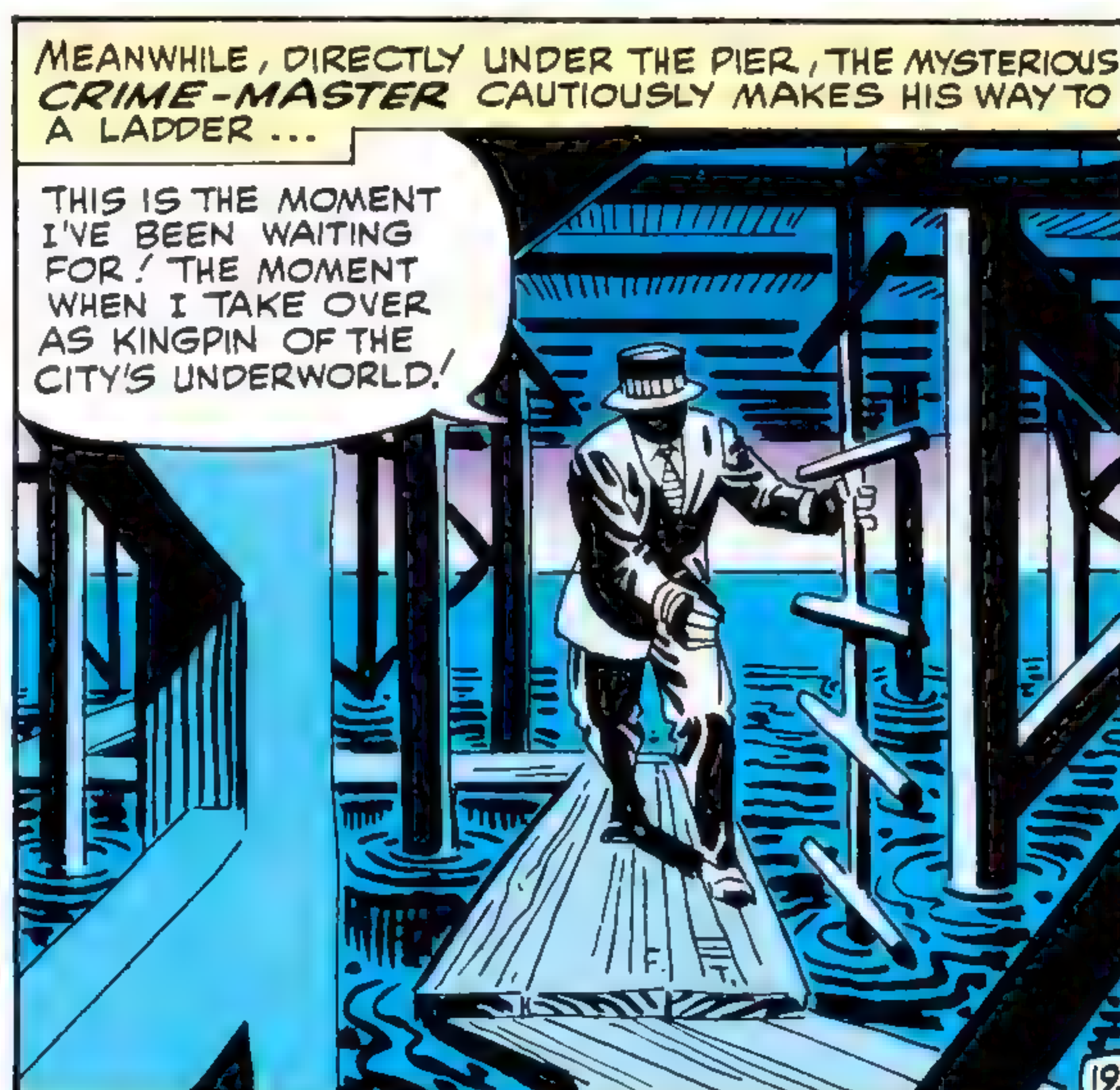
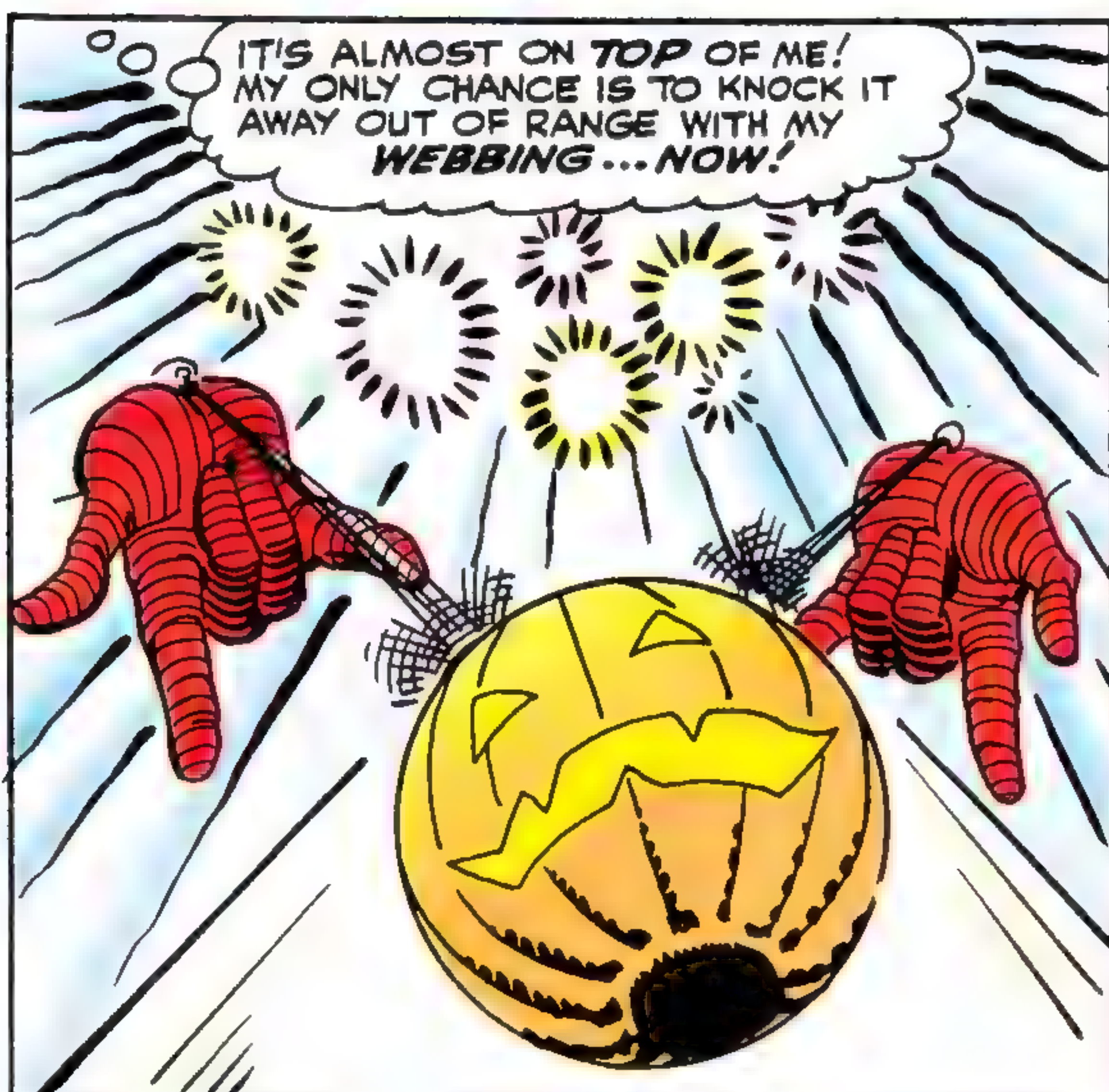
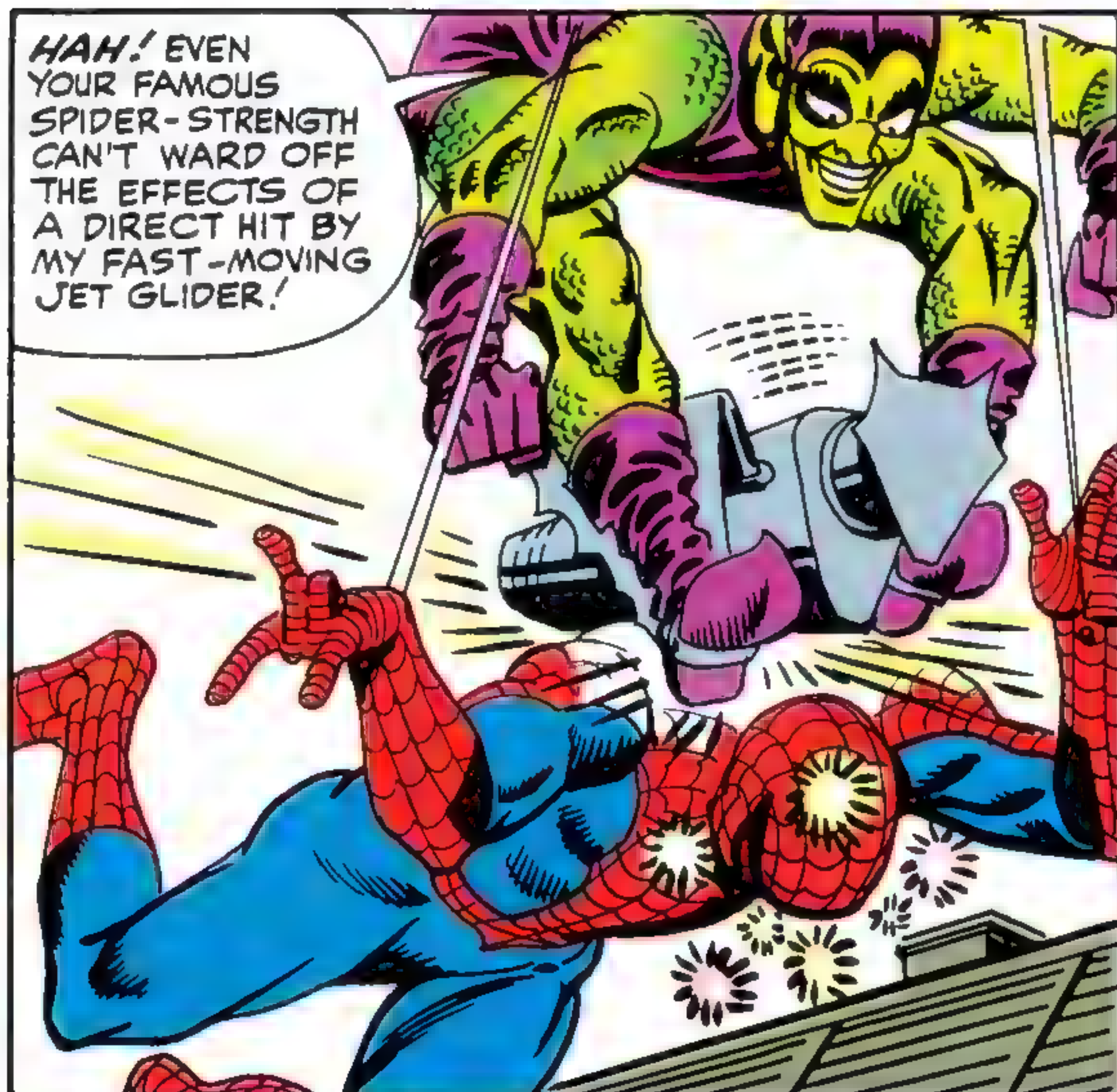
I'D BETTER HOLD OFF! IF I **SHOULD** ACCIDENTALLY KILL HIM, MY SECRET WILL BE MADE PUBLIC!













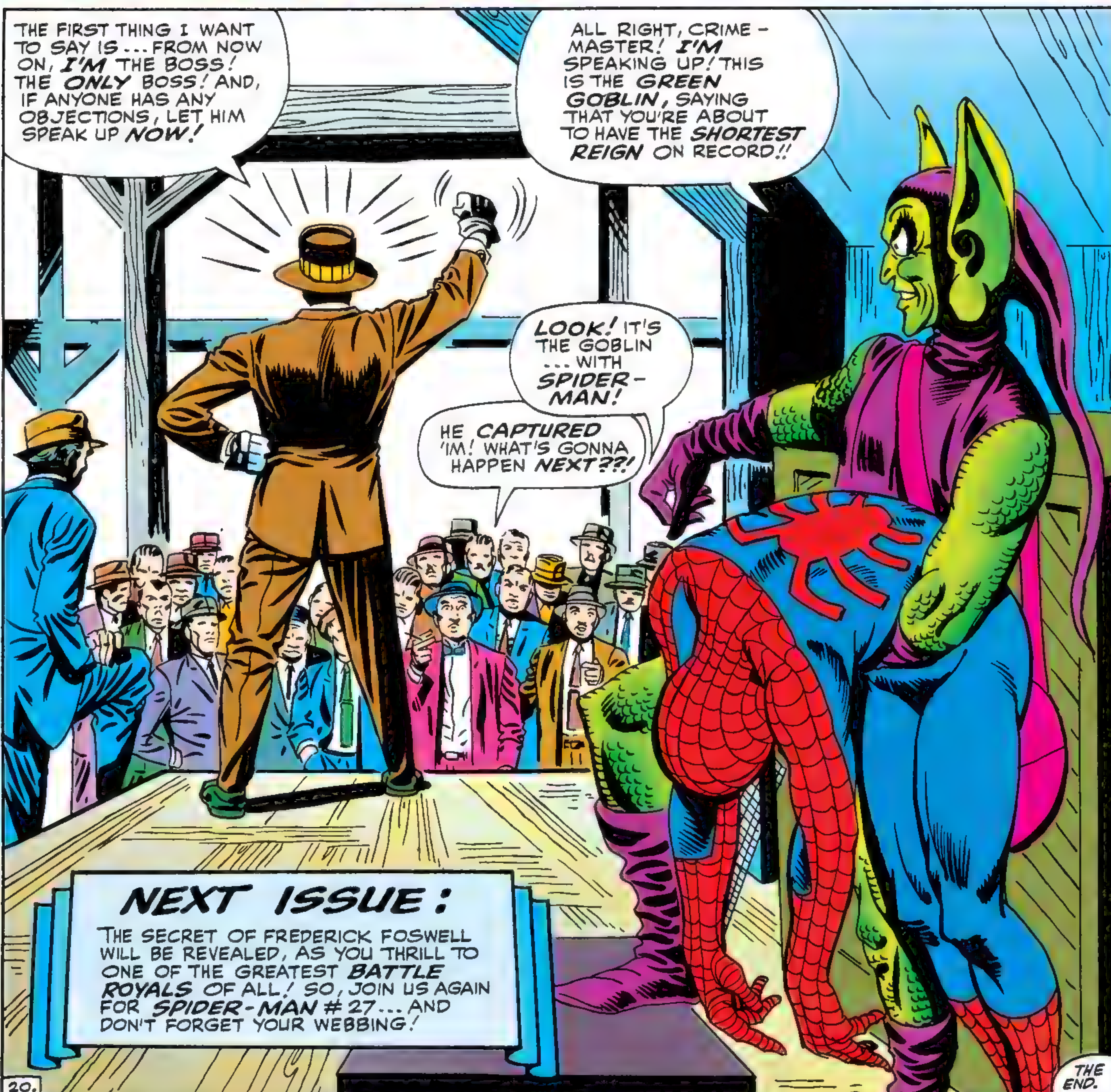


EVERYONE IS HERE! EVERY MOB LEADER IN THE AREA! THEY'VE ALL COME TO ACCLAIM *ME* AS THEIR LEADER!



AND NOW, FOR MY LONG-AWAITED MOMENT OF TRIUMPH!

HEY, PIPE DOWN, YOU GUYS! CLAM UP, ALL OF YOU! THE **CRIME-MASTER** IS HERE! HE'S GONNA TELL US ABOUT HIS PLANS!



THE FIRST THING I WANT TO SAY IS ... FROM NOW ON, *I'M* THE BOSS! THE **ONLY** BOSS! AND, IF ANYONE HAS ANY OBJECTIONS, LET HIM SPEAK UP *NOW*!

ALL RIGHT, CRIME-MASTER! *I'M* SPEAKING UP! THIS IS THE **GREEN GOBLIN**, SAYING THAT YOU'RE ABOUT TO HAVE THE **SHORTEST** REIGN ON RECORD!!

LOOK! IT'S THE GOBLIN ... WITH **SPIDER-MAN**!

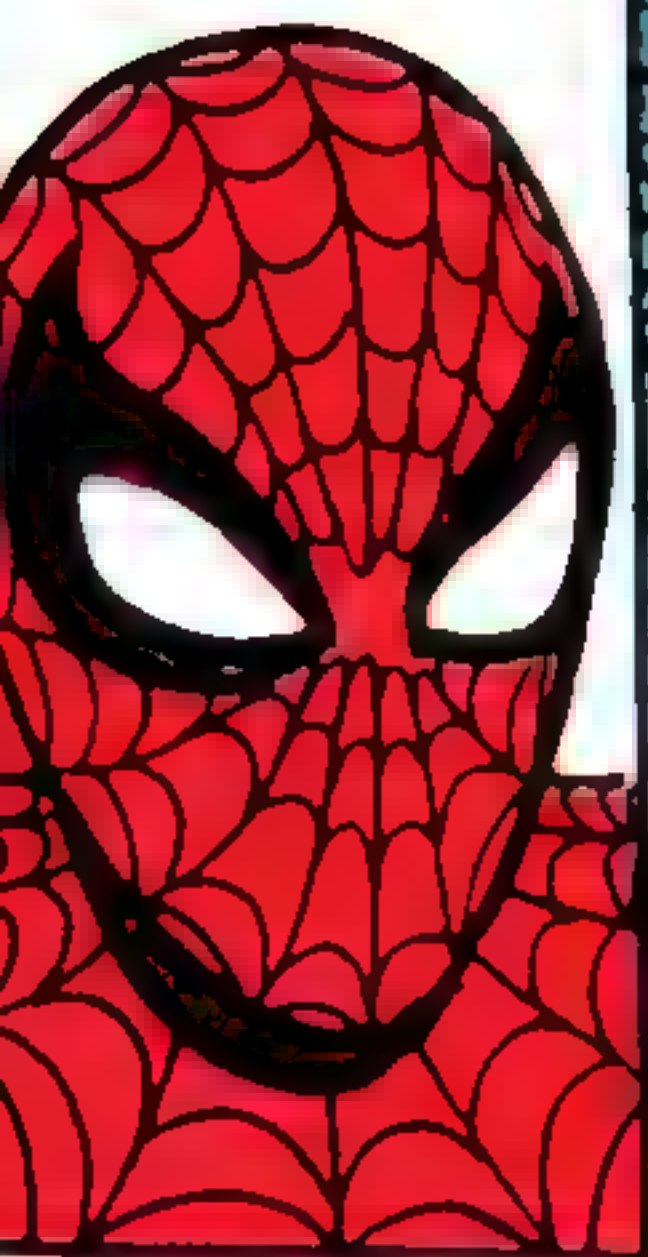
HE CAPTURED 'IM! WHAT'S GONNA HAPPEN **NEXT**??!

### **NEXT ISSUE:**

THE SECRET OF FREDERICK FOSWELL WILL BE REVEALED, AS YOU THRILL TO ONE OF THE GREATEST **BATTLE ROYALS** OF ALL! SO, JOIN US AGAIN FOR **SPIDER-MAN** # 27 ... AND DON'T FORGET YOUR WEBBING!

THE END.





MARVEL  
COMICS  
GROUP **12¢**

# the AMAZING SPIDER-MAN

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

27  
AUG

IND.

"BRING BACK MY  
GOBLIN TO ME!"







# BRING BACK MY GOBLIN TO ME!

JUST AS THE MYSTERIOUS **CRIME-MASTER** PREPARES TO TAKE COMMAND OVER THE CITY'S GANGS, A STARTLING **INTERRUPTION** TAKES PLACE, AS THE GLOATING **GREEN GOBLIN** BRINGS IN AN UNCONSCIOUS **PRISONER!**

HOW'S THAT FOR A ONE-SENTENCE RESUMÉ OF LAST MONTH'S 20-PAGE THRILLER??

I WARNED YOU THAT I'D NEVER LET ANYONE ELSE TAKE OVER AS **GANGLORD** OF THE CITY! EVEN THE **CRIME-MASTER** SHALL SERVE THE **GREEN GOBLIN!**

THE **GOBLIN!!** WITH **SPIDER-MAN**-- STILL ALIVE! BUT-- I THOUGHT I HAD **KILLED HIM!**

SOME OF YOU MEN, GET UP HERE! I **CAUGHT SPIDER-MAN**-- NOW SEE IF YOU CAN **HOLD HIM!**



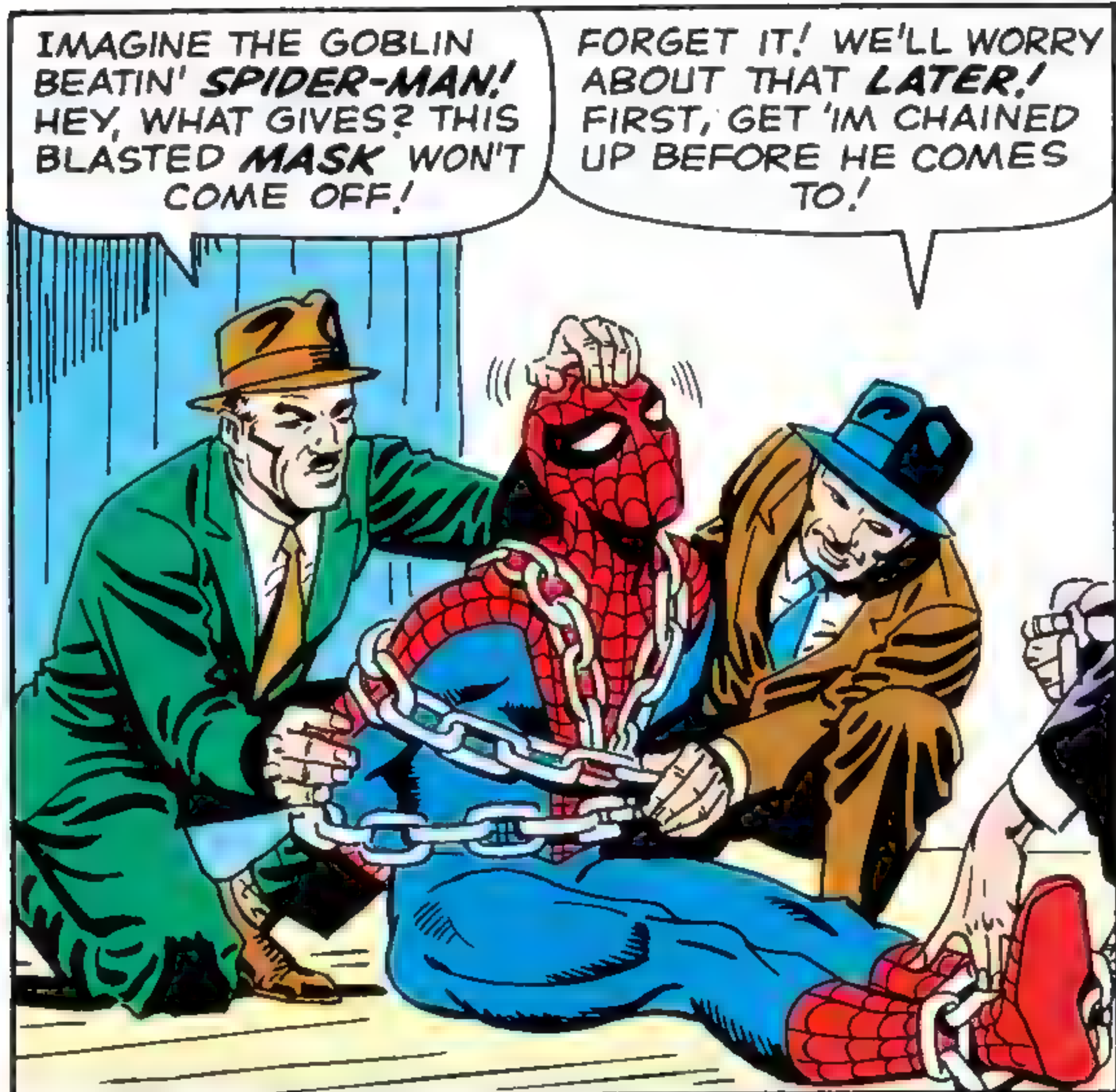
EDITED AND WRITTEN  
BY SMILIN' **STAN LEE**

PLOTTED AND DRAWN  
BY SCOWLIN' **STEVE DITKO**

LETTERED AND GIFT-WRAPPED  
BY SWINGIN' **ARTIE SIMEK**

IF YOU DIG AN ACTION- PACKED OLD-FASHIONED COPS 'N ROBBERS MYSTERY YARN, THIS ONE IS FOR **YOU!** BUT, EVEN IF YOU **DON'T** LIKE THIS KIND OF STORY, READ IT **ANYWAY!** IT MAY JUST CHANGE YOUR MIND!





IMAGINE THE GOBLIN BEATIN' **SPIDER-MAN!** HEY, WHAT GIVES? THIS BLASTED **MASK** WON'T COME OFF!

FORGET IT! WE'LL WORRY ABOUT THAT **LATER!** FIRST, GET 'IM CHAINED UP BEFORE HE COMES TO!



TOO BAD, MY DOUBLE-CROSSING FRIEND! THIS WILL KNOCK YOUR PLANS TO GET CONTROL OF THE MOBS INTO A COCKED HAT!

DON'T **BET** ON IT, GOBLIN! I'M NOT LICKED **YET!**



OH **NO?** TELL HIM HOW **WRONG** HE IS, MY NEW UNDERLINGS!

WE'RE TAKIN' ORDERS FROM THE **GOBLIN**, AN' NO ONE ELSE!

ANYONE WHO CAN CAPTURE **SPIDER-MAN** CAN BOSS ME AROUND **ANY DAY!**

GET **LOST**, MASKED MAN! YOU'RE A **HAS BEEN** AROUND HERE!



AND, AS THE MOBSTERS SHOUT, NONE PAY ANY ATTENTION TO ONE AMONG THEM KNOWN AS **PATCH**--THE POLICE INFORMER WE MET LAST ISSUE!

NOW THAT WE PICKED OUR NEW BOSS, LET'S FINISH OFF THAT WEBHEAD!

IT LOOKS BAD FOR SPIDER-MAN--UNLESS THE POLICE SHOW UP SOON! I WONDER IF THEY GOT MY TIP!



BRING HIM OVER HERE! WE'LL CELEBRATE MY NEW REIGN BY **UN-MASKING** HIM AND THEN FINISHING HIM OFF FOR **GOOD!**

JUST IN TIME, GOBLIN! HE'S WAKIN' UP!



BUT, WE GOT NOTHIN' TO WORRY ABOUT LONG AS HE'S **CHAINED** GOOD 'N TIGHT!

THE GAS WHICH KNOCKED ME OUT IS FINALLY WEARING OFF! BUT, FROM THE **LOOKS** OF THINGS AROUND HERE, I WAS BETTER OFF **ASLEEP!**





NEVER FORGET WHO IT WAS THAT DELIVERED A BEATEN SPIDER-MAN TO YOU, BOYS! AND NOW, LET'S GET HIS **MASK** OFF!

STOP SQUIRMIN', PUNK! YOU'RE BEAT, AND YOU **KNOW** IT!

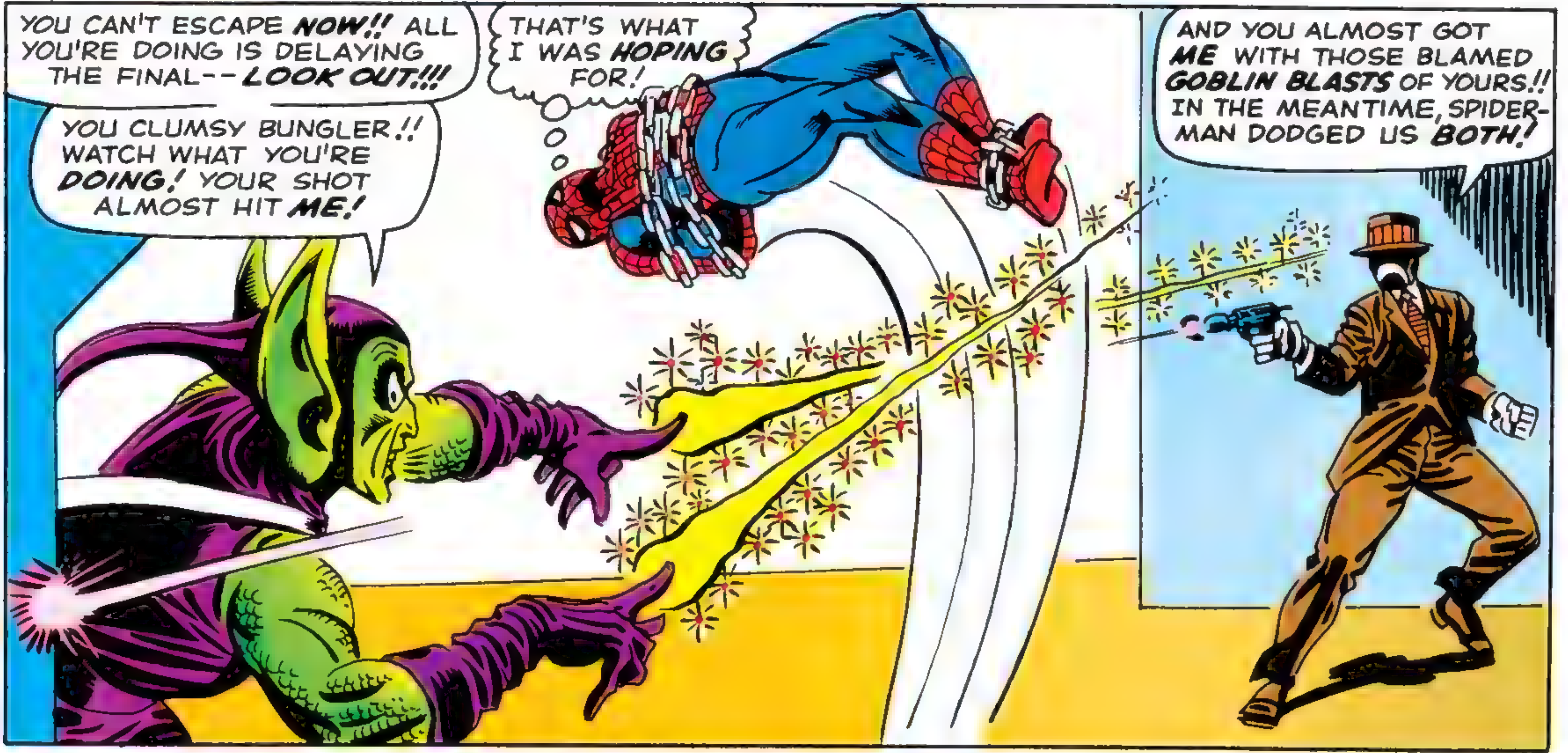
WATCH IT, BLACKIE! HE'S **BRACING** HIMSELF ---!



OOOF!!- YOU **FOOLS!** CAN'T YOU EVEN HOLD ONTO A MAN IN **CHAINS??**

AW, DON'T BE TOO ROUGH ON THEM, GOBBY! EVEN **CHAINS** CAN'T TAKE AWAY MY EVER-LOVIN' **SPIDER STRENGTH!**

**WHACK!**



YOU CAN'T ESCAPE **NOW!!** ALL YOU'RE DOING IS DELAYING THE FINAL-- **LOOK OUT!!!**

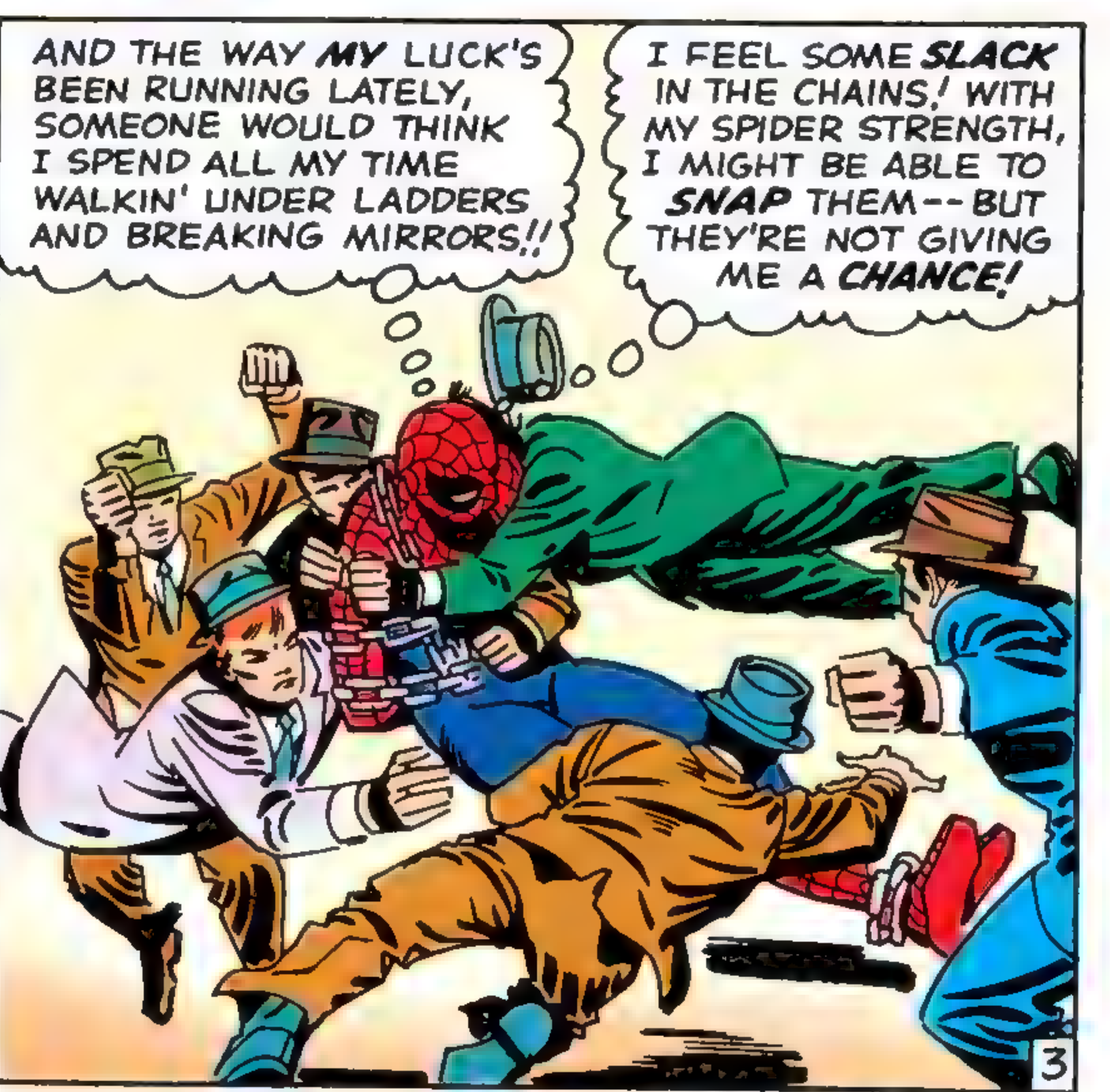
THAT'S WHAT I WAS **HOPING** FOR!

YOU CLUMSY BUNGLER!! WATCH WHAT YOU'RE **DOING!** YOUR SHOT ALMOST HIT **ME!**

AND YOU ALMOST GOT **ME** WITH THOSE **BLAMED GOBLIN BLASTS** OF YOURS!! IN THE MEANTIME, SPIDER-MAN DODGED US **BOTH!**



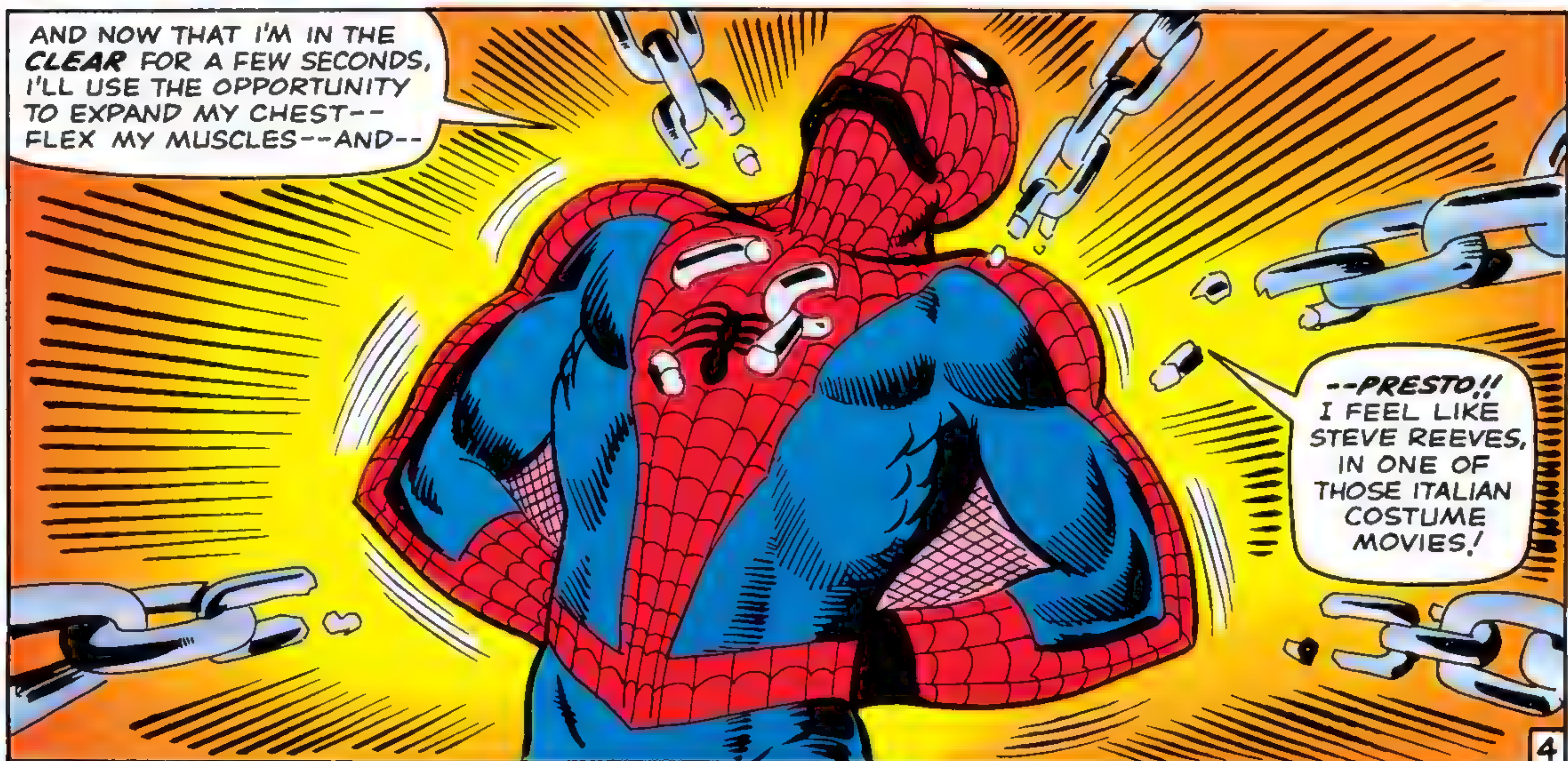
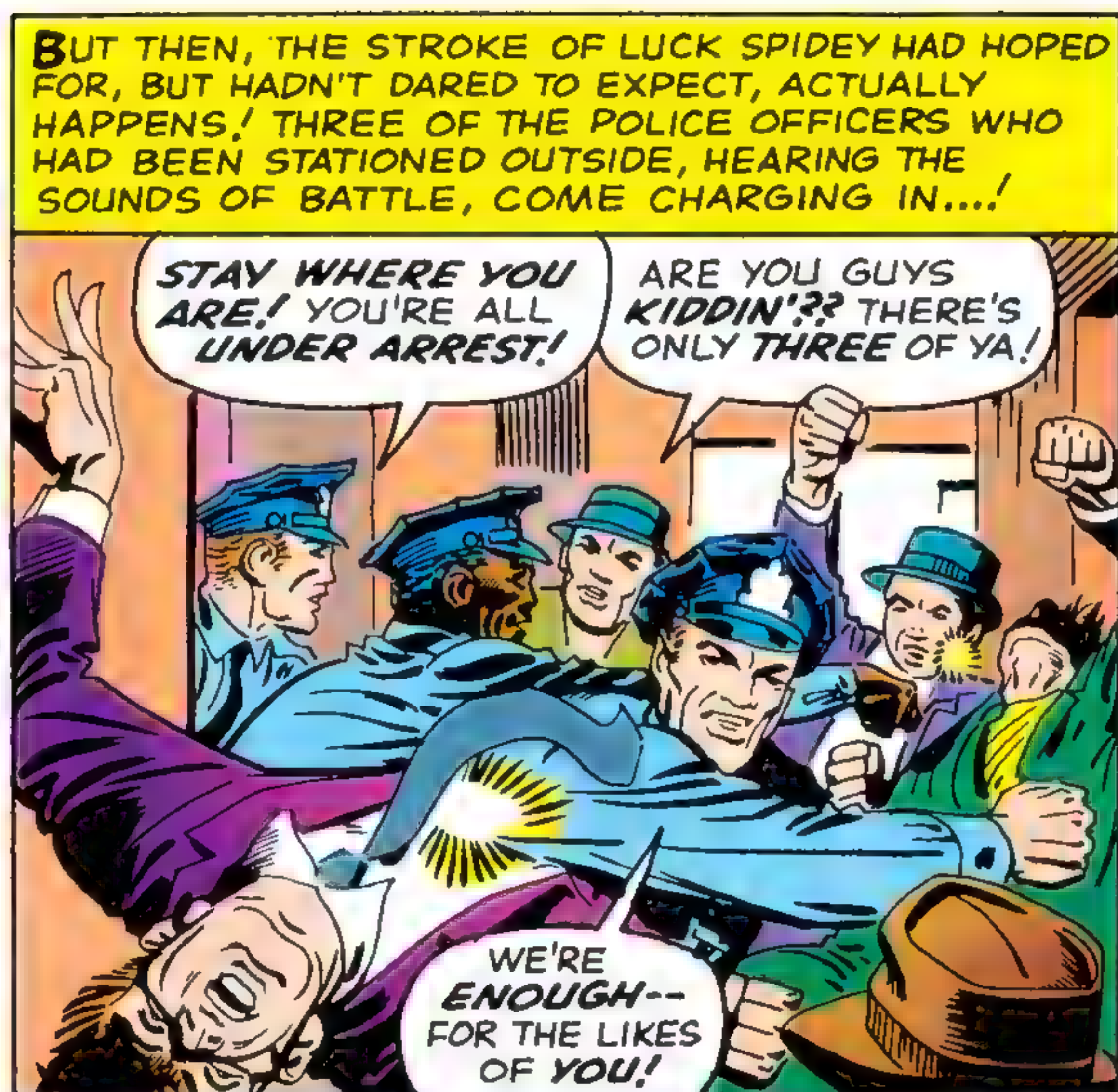
THERE ARE **TOO MANY** OF THEM! THEY'LL GET ME SOONER OR LATER, UNLESS I GET **LUCKY!**



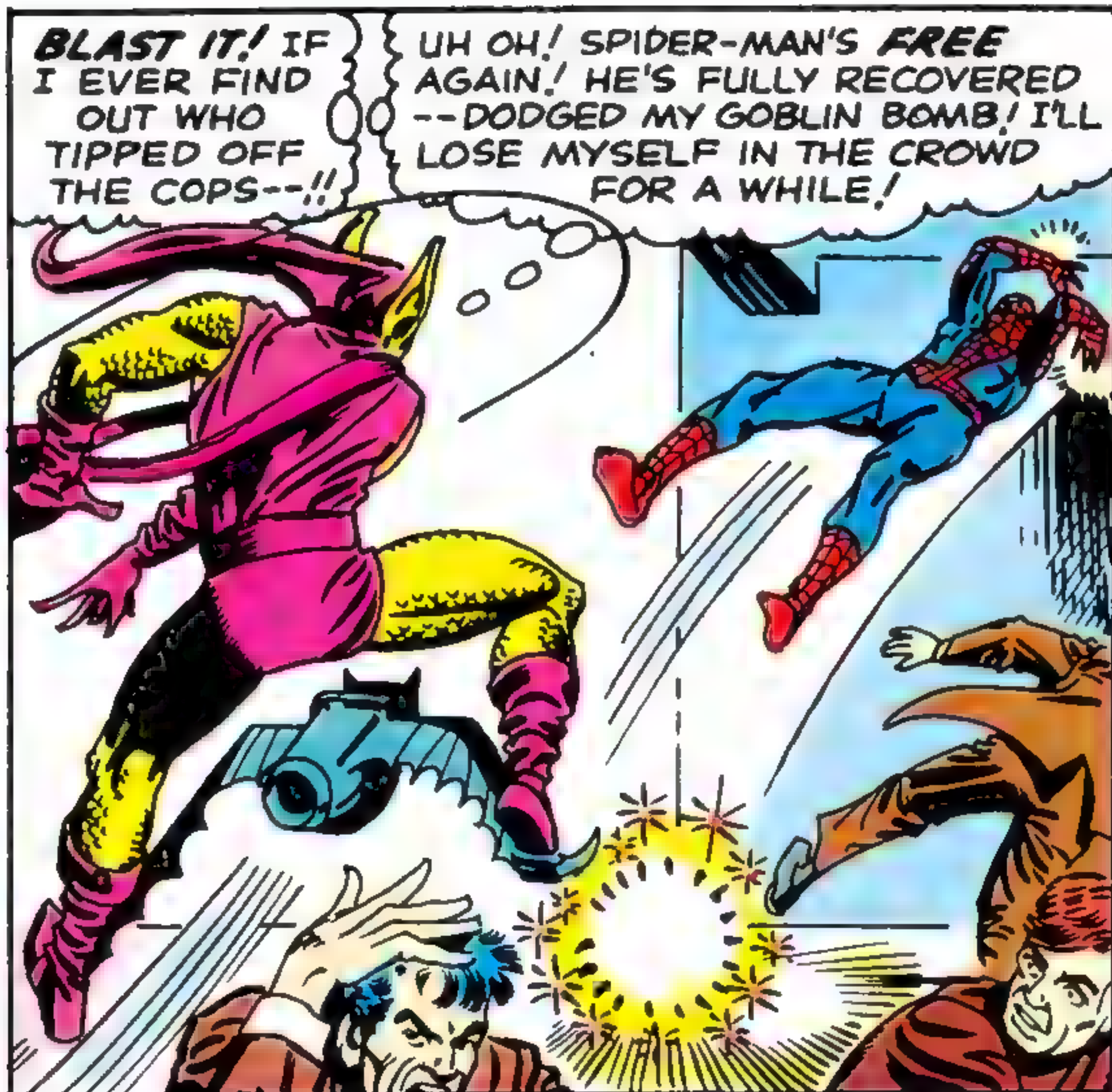
AND THE WAY MY **LUCK'S** BEEN RUNNING LATELY, SOMEONE WOULD THINK I SPEND ALL MY TIME WALKIN' UNDER LADDERS AND BREAKING MIRRORS!!

I FEEL SOME **SLACK** IN THE CHAINS! WITH MY SPIDER STRENGTH, I MIGHT BE ABLE TO **SNAP** THEM-- BUT THEY'RE NOT GIVING ME A **CHANCE!**











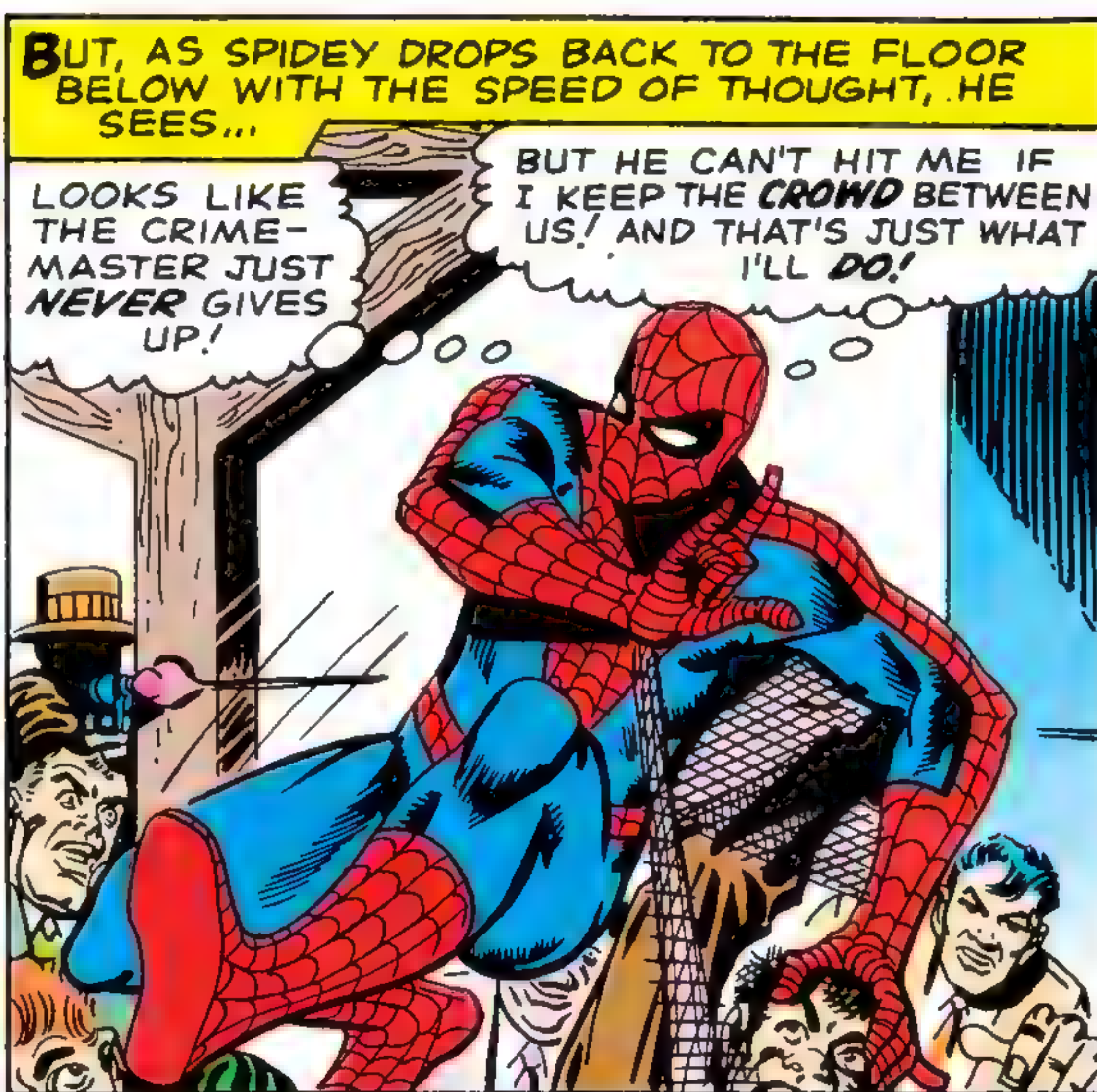






THE  
GOBLIN!  
I  
WONDERED  
WHERE  
YOU  
WERE!!

HE'S TOO DANGEROUS!!  
I WAS BETTER OFF  
DOWN BELOW!



BUT, AS SPIDEY DROPS BACK TO THE FLOOR  
BELOW WITH THE SPEED OF THOUGHT, HE  
SEES...

LOOKS LIKE  
THE CRIME-  
MASTER JUST  
NEVER GIVES  
UP!

BUT HE CAN'T HIT ME IF  
I KEEP THE CROWD BETWEEN  
US! AND THAT'S JUST WHAT  
I'LL DO!



THEN, A FEW BRIEF MINUTES LATER...

WE GIVE UP!  
WE HAD IT! WE  
CAN'T FIGHT YOU  
COPS AND  
SPIDER-MAN!

NATURALLY, YOU PUNK! YOU  
ONLY OUTNUMBERED US TEN-  
TO-ONE!



EVERY GOOD GENERAL  
KNOWS WHEN THE  
TIME COMES TO  
RETREAT!

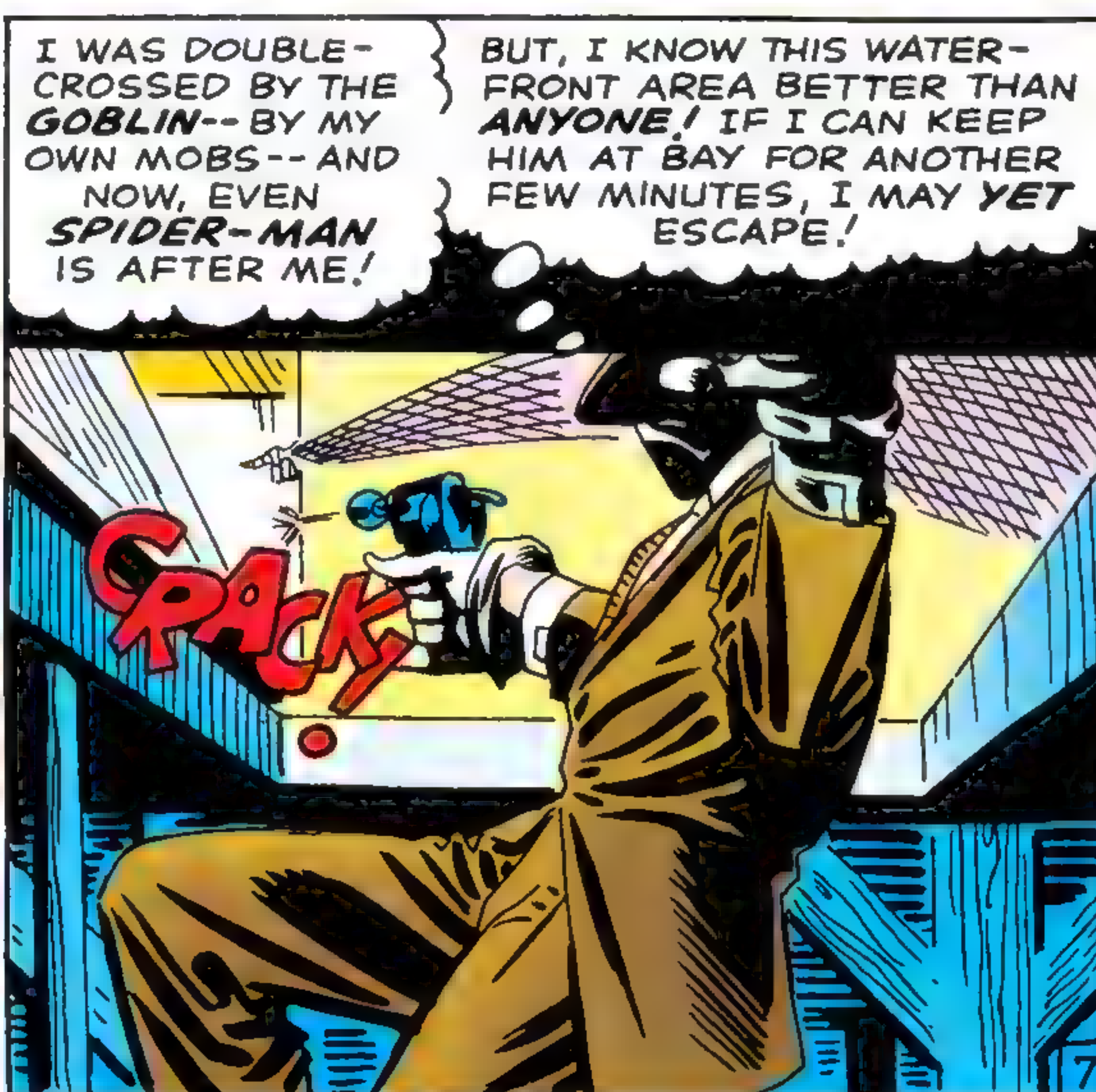
AND NOT A SECOND TOO  
SOON!! HE ALMOST  
SNARED ME WITH THAT  
STICKY WEBBING OF  
HIS!

THUNK!



I CAN'T HOPE  
TO CATCH THE  
GOBLIN'S  
JET FLYER--!

BUT ANY SELF-RESPECTING  
SPIDER-MAN OUGHT TO BE ABLE  
TO COLLAR THE CRIME-MASTER!



I WAS DOUBLE-  
CROSSED BY THE  
GOBLIN-- BY MY  
OWN MOBS-- AND  
NOW, EVEN  
SPIDER-MAN  
IS AFTER ME!

BUT, I KNOW THIS WATER-  
FRONT AREA BETTER THAN  
ANYONE! IF I CAN KEEP  
HIM AT BAY FOR ANOTHER  
FEW MINUTES, I MAY YET  
ESCAPE!

CRACK!



MINUTES LATER...

PATCH SNEAKED OUT AND SENT FOR US, BUT IT LOOKS AS THOUGH YOU THREE HAVE THE SITUATION WELL IN HAND!

IT WAS *SOME* WORKOUT, JOE! TOO BAD YOU HADDA MISS IT!

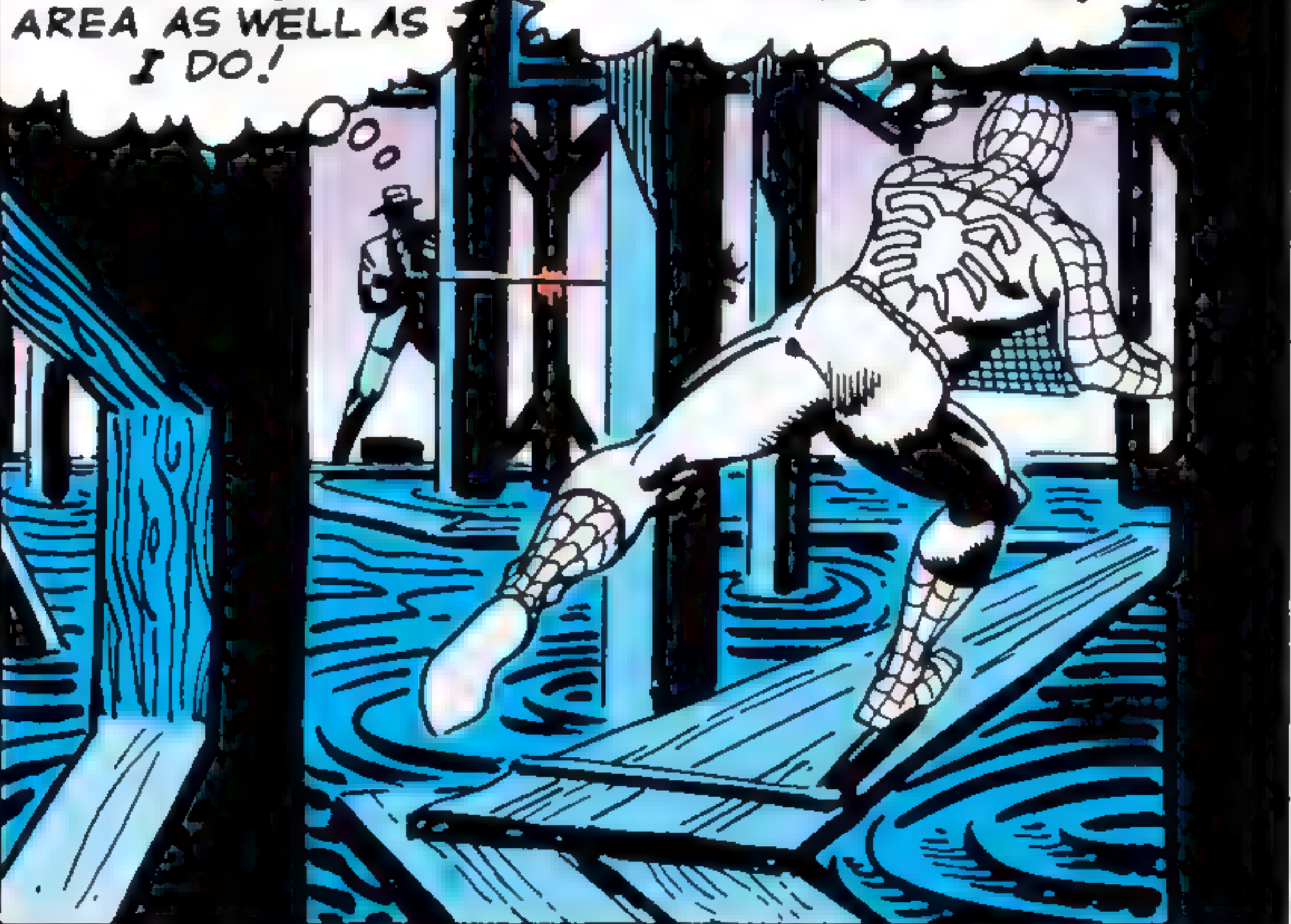
WE'VE GOT 'EM ALL LINED UP FOR YOU BOYS! AND WAIT'LL YOU HEAR ABOUT *SPIDER-MAN*! HE'S A REAL ONE-MAN ARMY!



AND, AS THE POLICE FINISH THEIR MOPPING-UP OPERATION, THE "ONE-MAN ARMY" CONTINUES WITH HIS OWN PRIVATE LITTLE WAR...

WHY CAN'T I LOSE HIM? HE CAN'T KNOW THIS UNDERGROUND AREA AS WELL AS I DO!

HE'S TRICKY, BUT HE DOESN'T REALIZE HE CAN'T OUTFIGHT MY *SPIDER SENSE*!



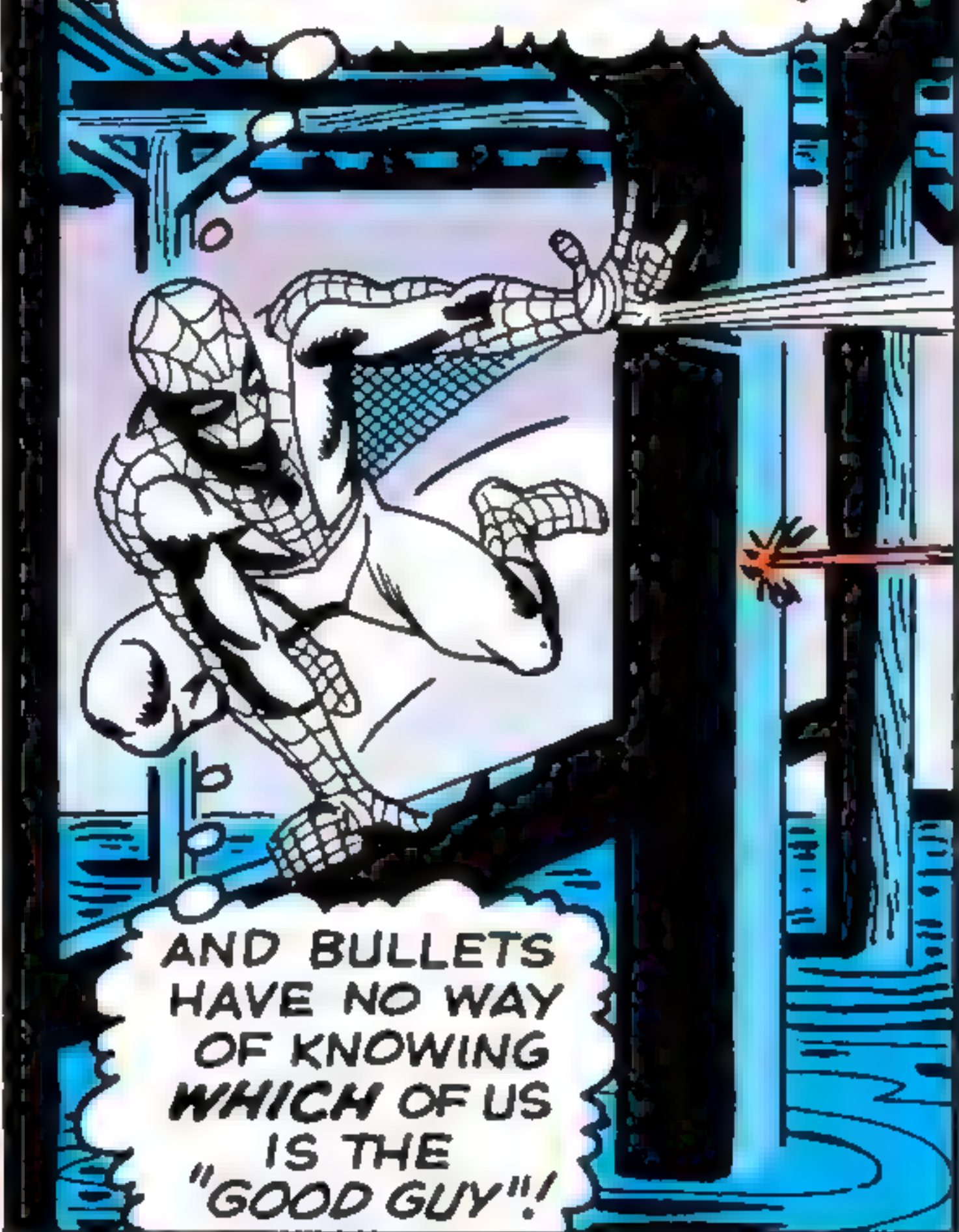
THAT WAS A CLOSE ONE! HE'S *DEFINITELY* NO CANDIDATE FOR A SPIDER-MAN FAN CLUB!



EVERY TIME HE GETS WITHIN PISTOL RANGE, THAT BLASTED *WEBBING* OF HIS SHOOTS OUT AND SPOILS MY AIM! BUT I'LL GET HIM YET!

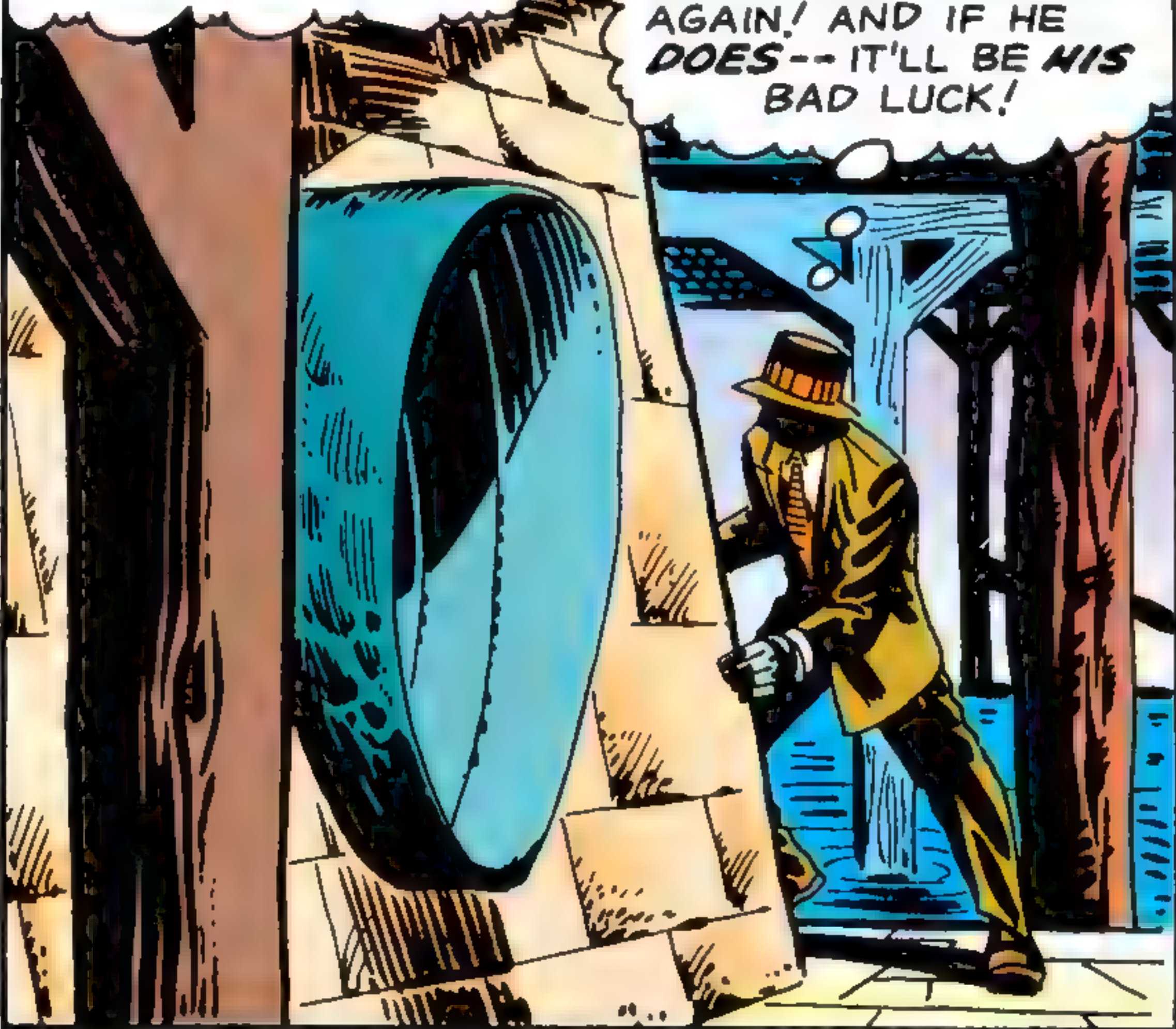


I'VE GOT TO KEEP MOVING! THAT JOKER'S TOO MUCH OF A DEAD-EYE DICK TO TAKE ANY CHANCES WITH!



HE'S NOT FOLLOWING! *GOOD*! I MUST HAVE GIVEN HIM THE SLIP!

ONCE I GO THRU THE PIPE OVER THERE, HE'LL NEVER FIND ME AGAIN! AND IF HE *DOES*-- IT'LL BE HIS BAD LUCK!

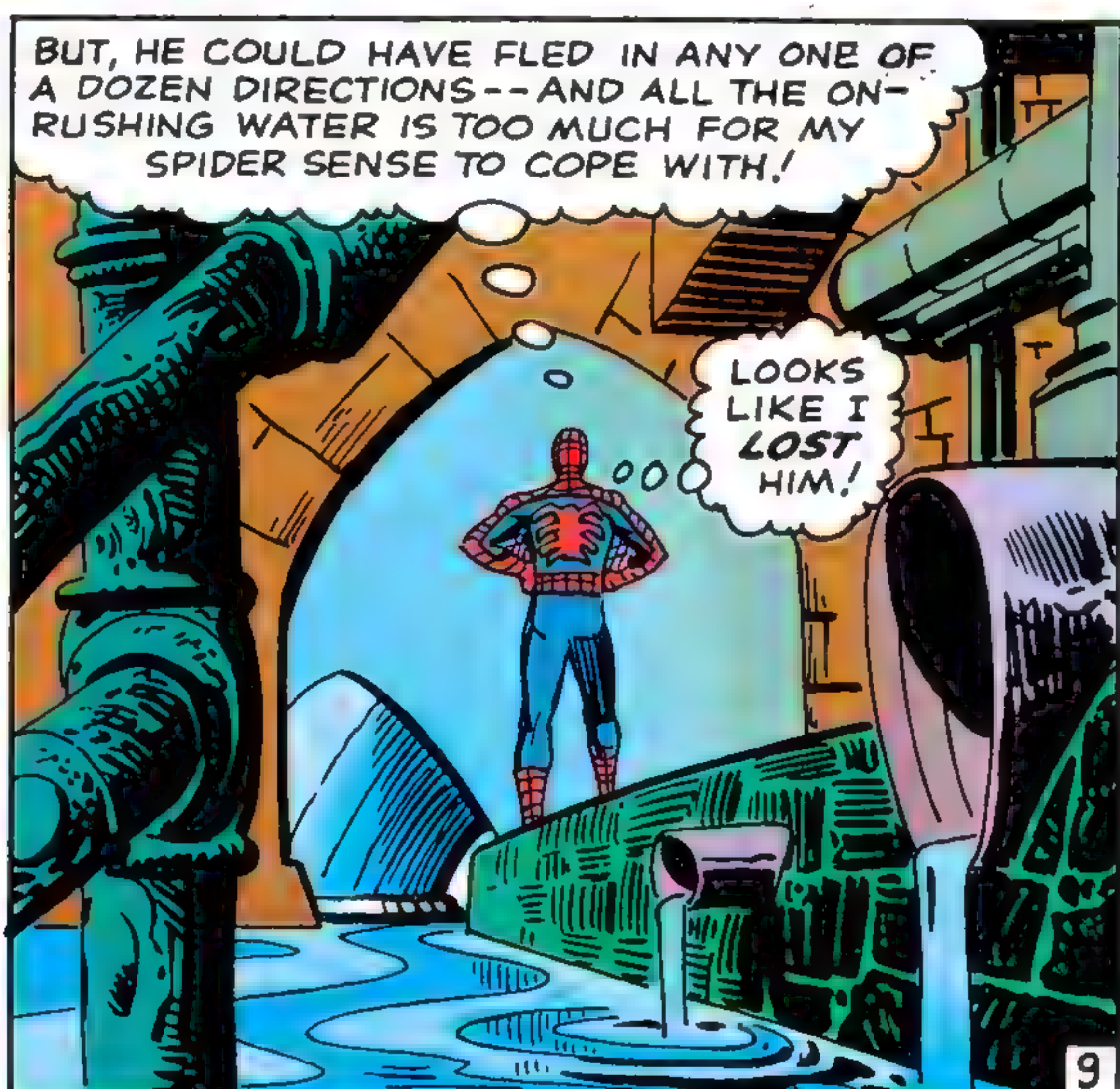
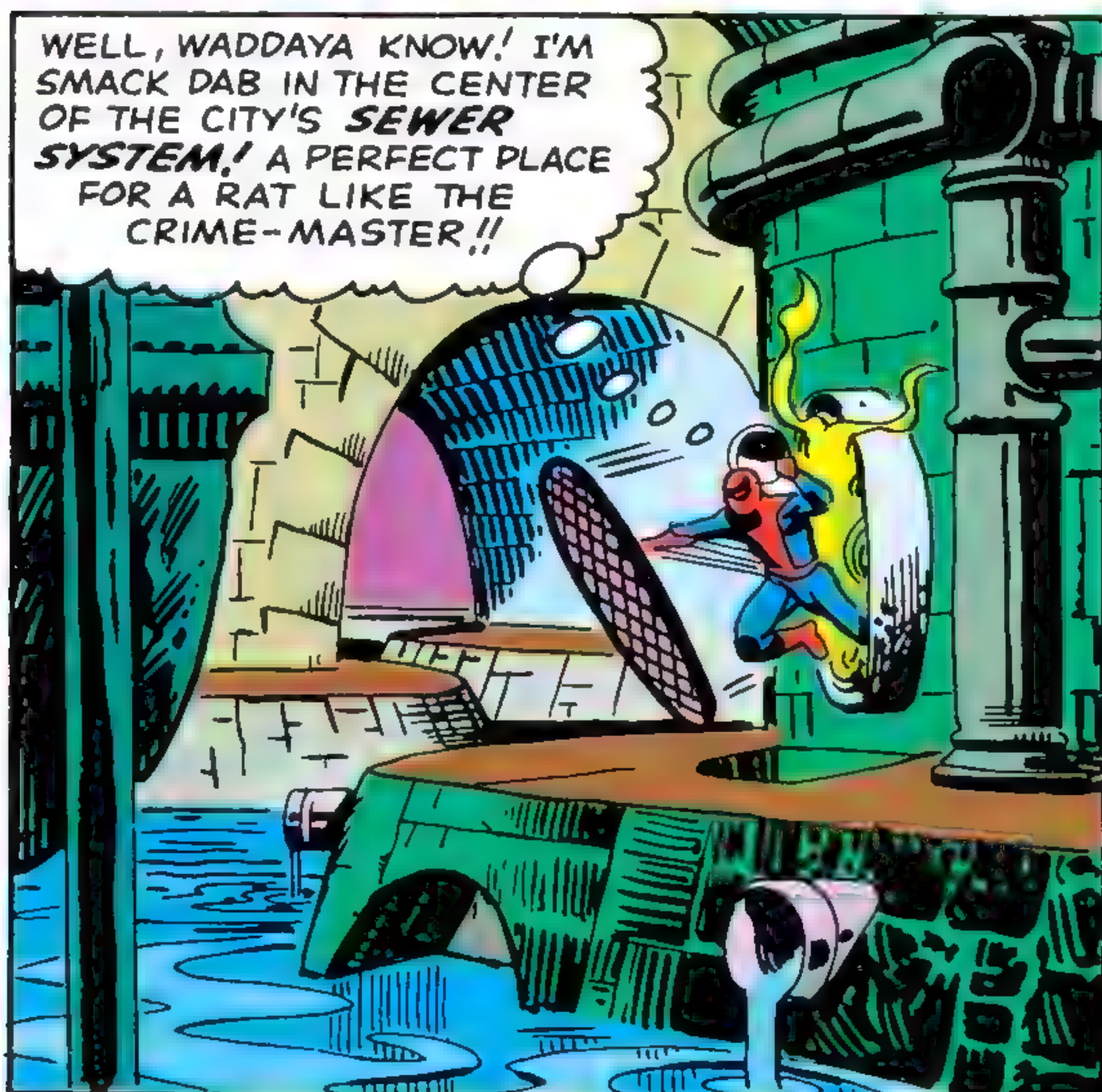
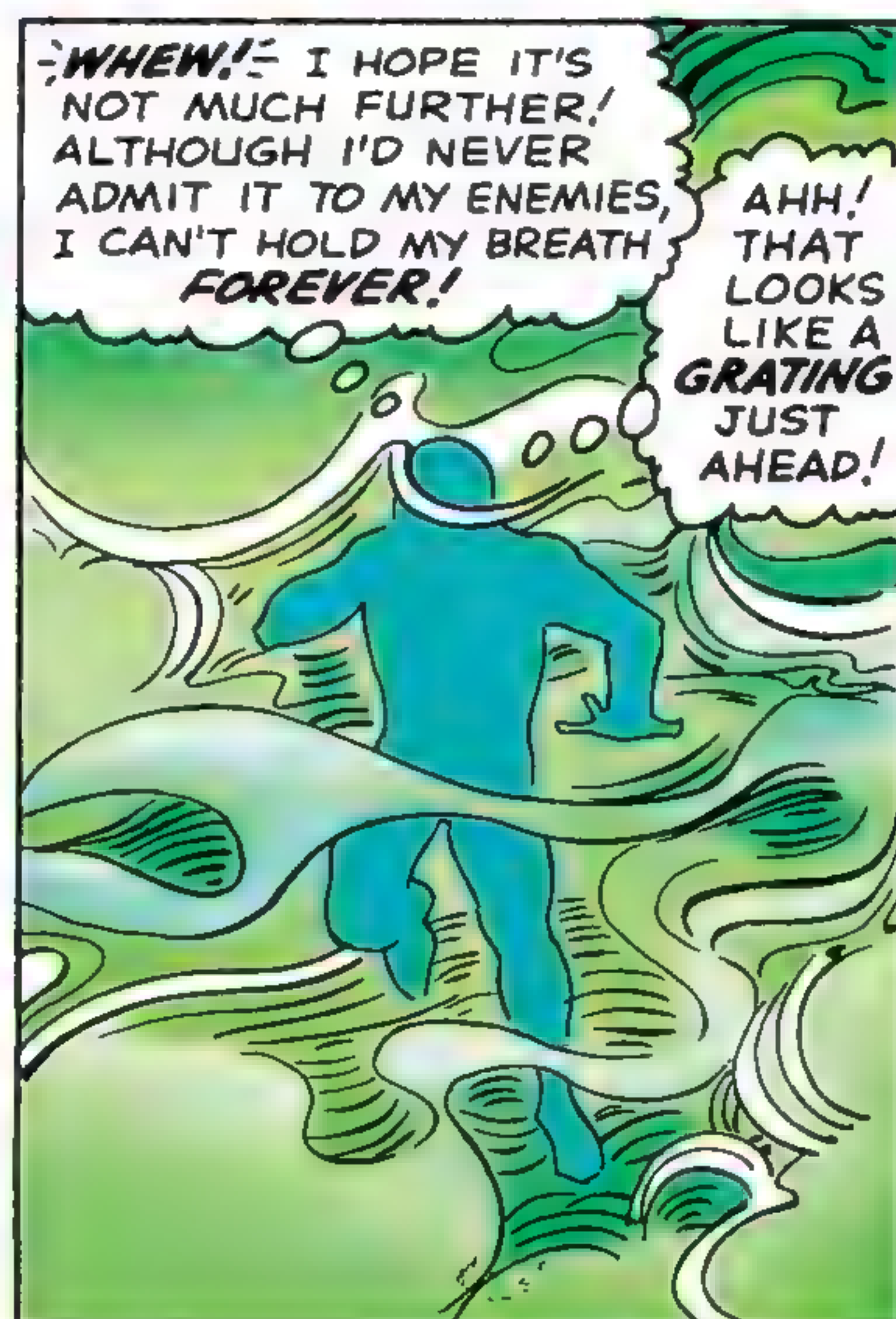
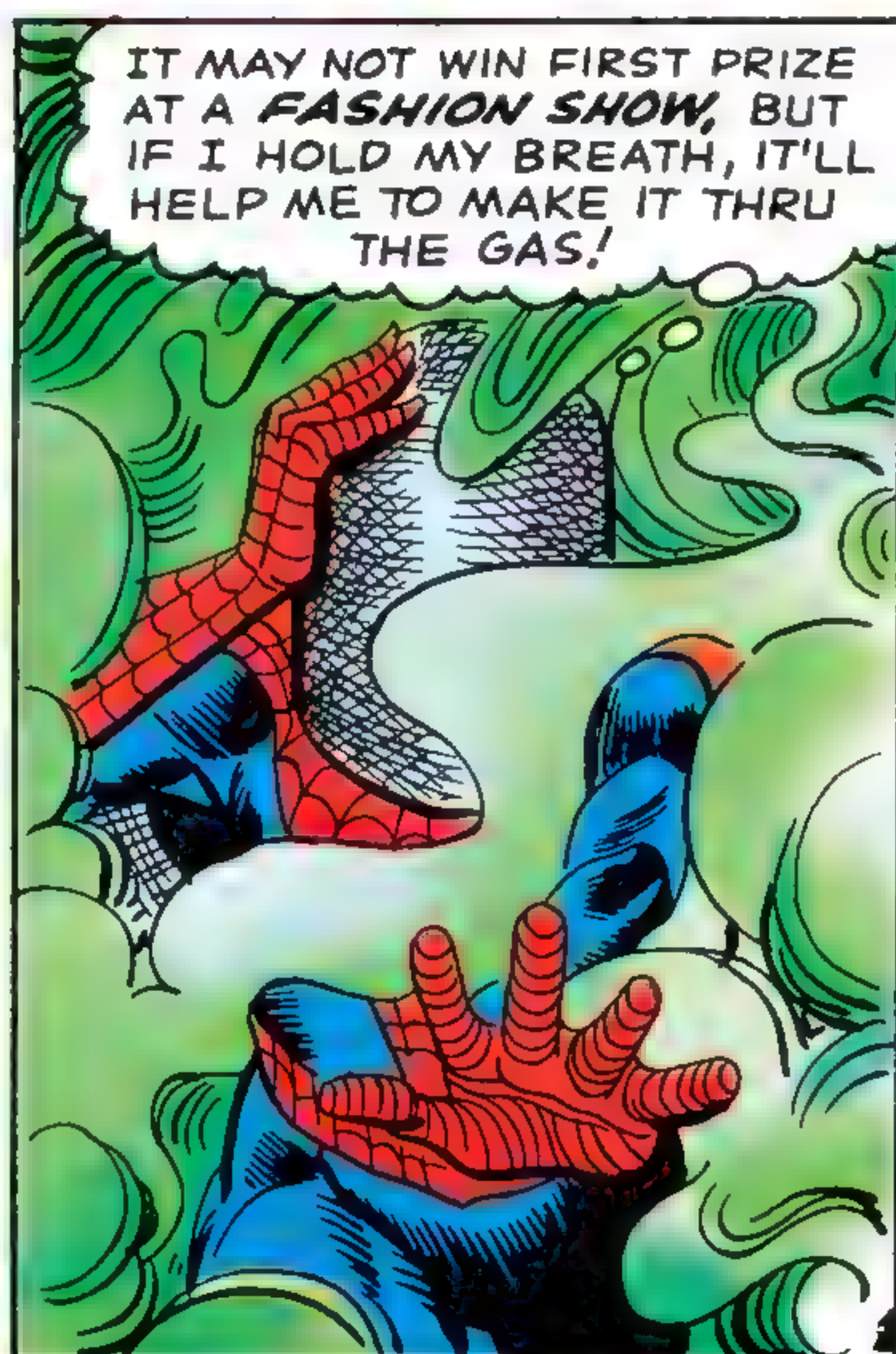
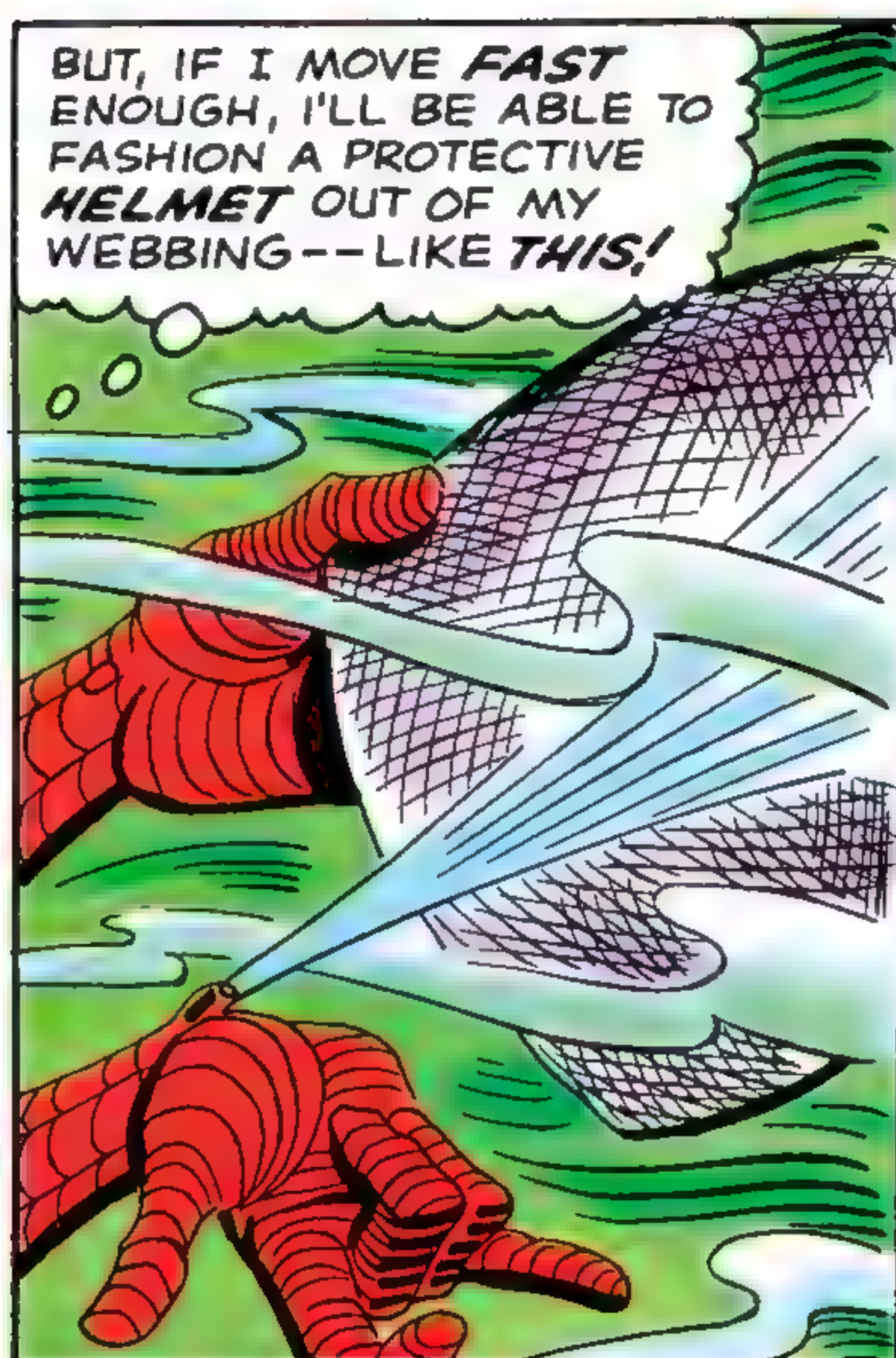


HMMMM... HE MUST THINK HE'S *LOST* ME! I GUESS HE FORGOT THAT US PROFESSIONAL SPIDER-MEN CAN HIDE ON WALLS AND CEILINGS!

WELL, WHERE HE GOEST, SPIDEY WILL GOEST!!









**MINUTES LATER...**

THIS MAY NOT DO MUCH FOR MY REP AS A GLAMOR BOY, BUT IT'S ONE WAY TO GET BACK TO THE SURFACE!

I'LL JUST DASH BACK TO THE PIER AND SEE IF ANYTHING HAPPENED SINCE I LEFT! PERHAPS I CAN LEARN MORE ABOUT THE CRIME-MASTER THERE!

I'M TOO LATE! THERE GO THE LAST OF THE POLICE CARS NOW!

OH WELL! AT LEAST I HELPED ONE OF THE BIGGEST MASS ARRESTS IN YEARS!

BUT I *STILL* HAVE TO GET A LINE ON THE GOBLIN AND THE CRIME-MASTER!

AND, I *STILL* THINK **FREDERICK FOSWELL** IS THE KEY! I'LL JUST PAY A LITTLE VISIT TO HIS PLACE, AND SEE IF HE'S THERE!

EVERY TRAIL I'VE FOLLOWED--EVERY CLUE--EVERY LEAD--ALL SEEM TO POINT TO **FOSWELL**!

I'M *CONVINCED* HE'S MIXED UP IN ALL THIS *SOMEHOW*!

HIS APARTMENT'S *DESERTED*! BUT, HE WAS HERE BEFORE ME! HIS *HAT* WAS ON THE *FLOOR* LAST TIME \*-- AND NOW IT'S *GONE*!

HE MUST HAVE COME HERE, CHANGED, AND GONE RIGHT OUT AGAIN!

\* AS WE SAW IN ISSUE #26, REMEMBER?--STAN.

AND HERE'S MY SPIDER-PIN TRACING GIZMO! I DROPPED IT WHEN I WAS SHOT AT--SO, NOW I CAN'T TRACK HIM DOWN!

WELL, WHILE I'M HERE, I MIGHT AS WELL LOOK AROUND--!

**THEN, AFTER AN INTENSIVE SEARCH...**

HMMM... A CLOSET WITH A FALSE COMPARTMENT! IT'S EMPTY *NOW*, BUT IT'S A PERFECT PLACE TO HIDE A **GOBLIN COSTUME**, OR A **CRIME-MASTER MASK**!

HE'S GOT TO BE ONE OF THEM!



**BUT, AS SPIDEY LEAVES AGAIN...**

I'LL RUSH TO **JONAH'S** OFFICE! MAYBE I'LL FIND **FOSWELL** *THERE*!

*BAH!* ANOTHER SECOND AND I'D HAVE *HAD* HIM!

I WAS AFRAID OF THIS! **FOSWELL'S** NOT AT HIS DESK!

LOOKS LIKE I'VE REACHED A DEAD END!

WELL, EVEN IF HE *ISN'T* THE MAN I'D MOST LIKE TO BE STRANDED ON A DESERT ISLE WITH, I THINK I'LL WARN **JONAH** ABOUT **FOSWELL**!

ANOTHER CRIME SPREE BY **FOSWELL** COULD *RUIN* **JAMESON** AND THE PAPER!

**YOU!** DON'T MAKE ANOTHER MOVE! ALL I HAVE TO DO IS PRESS AN ALARM BUTTON, AND--!

RELAX, YOU OLD SKINFLINT! I'M HERE TO *HELP* YOU! I WANT TO WARN YOU ABOUT **FREDERICK FOSWELL**! I'M SURE HE'S EITHER THE **GREEN GOBLIN** OR THE **CRIME-MASTER**!

**YOU** HELPING *ME*?? I'LL BELIEVE *THAT* WHEN I HEAR A DOG *MEOW*! AS FOR **FOSWELL**, YOU'RE DEAD WRONG AS USUAL! HE'S WORKING ON A SERIES OF CRIME ARTICLES FOR ME! WHAT *PROOF* DO YOU HAVE THAT HE'S GONE CROOKED AGAIN?

NO PROOF YET-- BUT I *KNOW* HE'S MIXED UP IN THIS BUSINESS SOMEHOW!

**SURE** HE IS--AS A **REPORTER** FOR ME!

MISS **BRANT**, SEND **FOSWELL** IN HERE AS SOON AS HE RETURNS!

HE JUST ENTERED *NOW*, SIR! I'LL TELL HIM--!

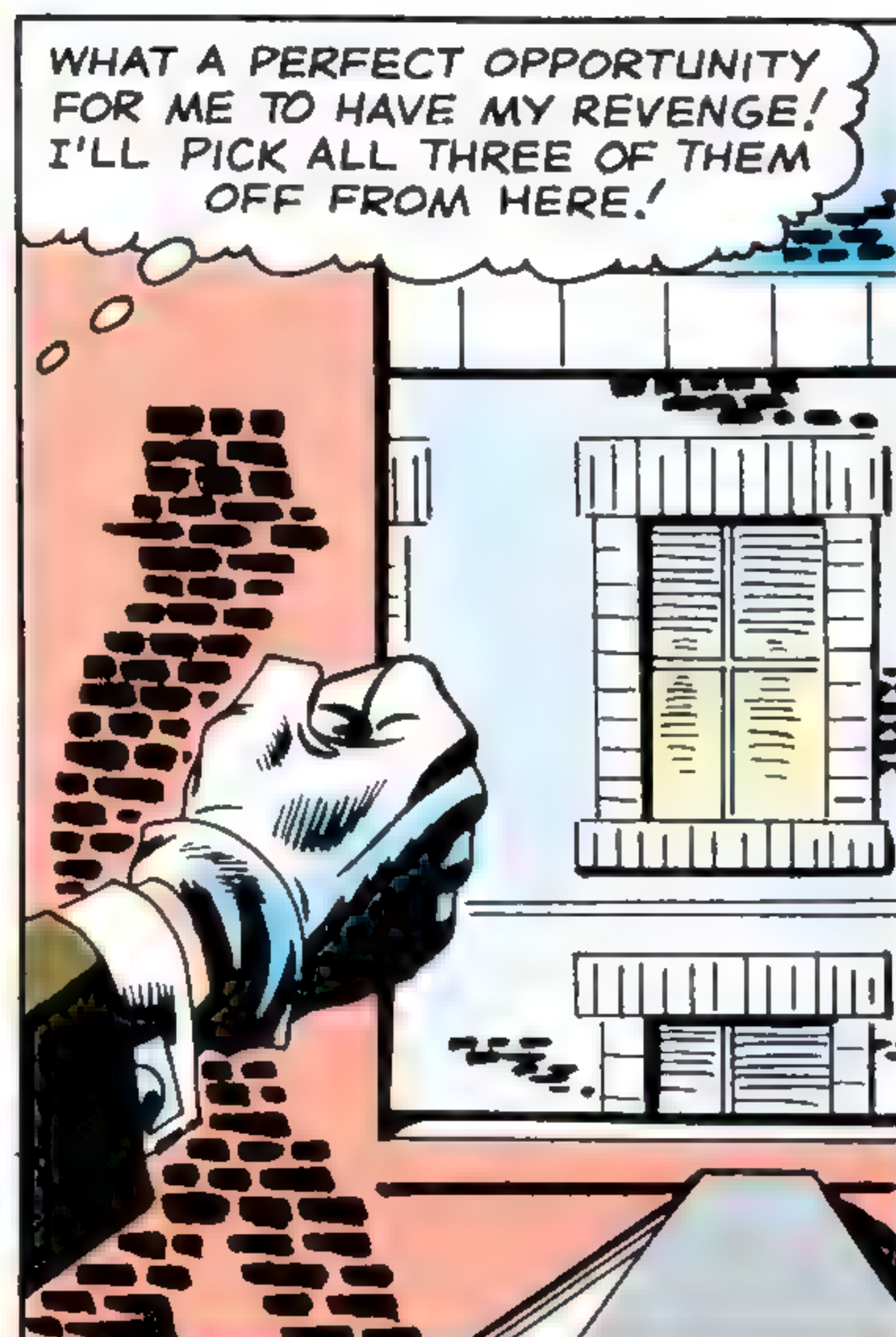
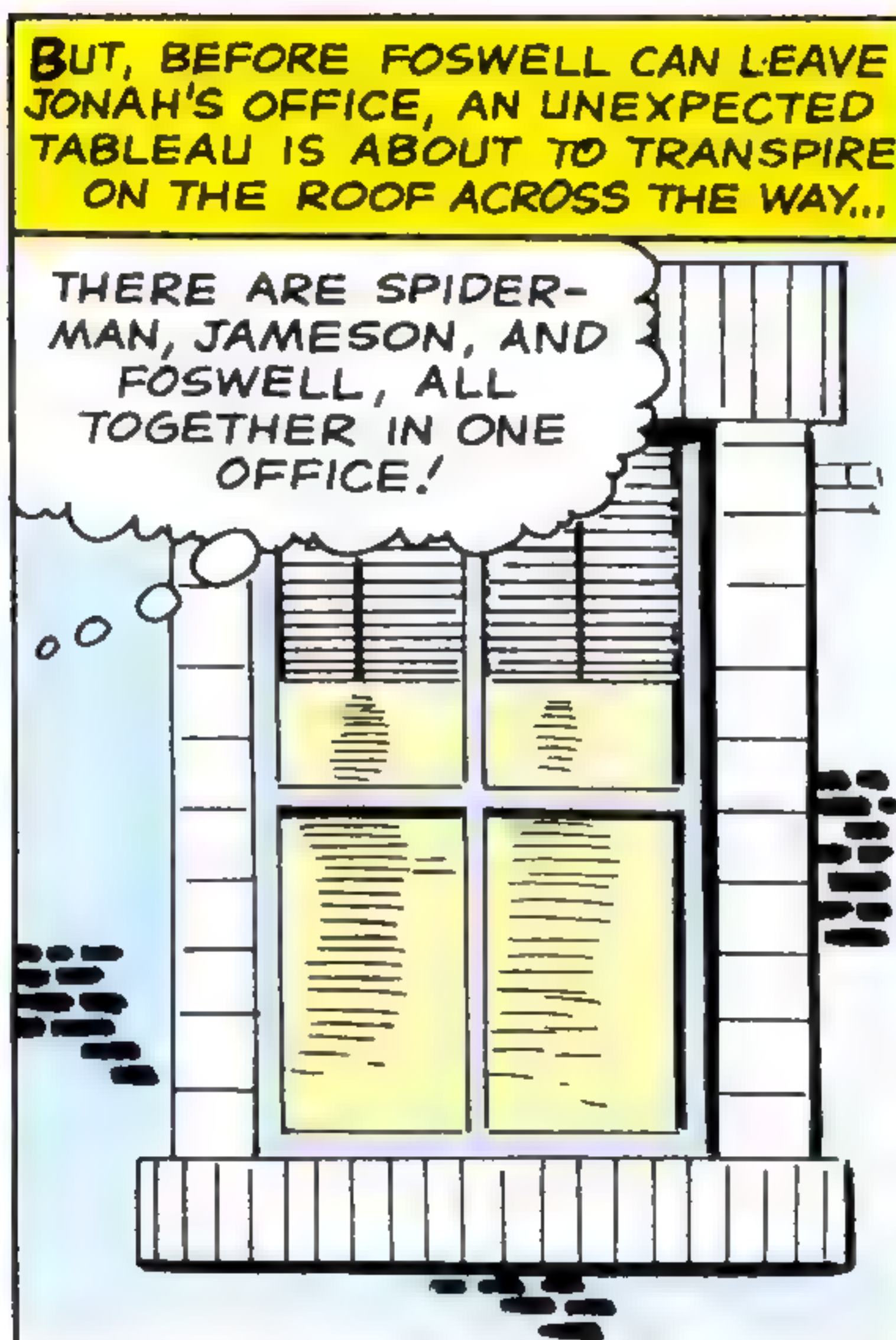
THAT REMINDS ME! I HAVEN'T HAD TIME TO CALL **BETTY BRANT** FOR DAYS! I WONDER IF SHE'S ANGRY?

**FOSWELL**, THAT WEB-HEADED IDIOT CLAIMS YOU'VE *TURNED* TO **CRIME** AGAIN! HE SAYS YOU'RE EITHER THE **GOBLIN**, OR THE **CRIME-MASTER**!

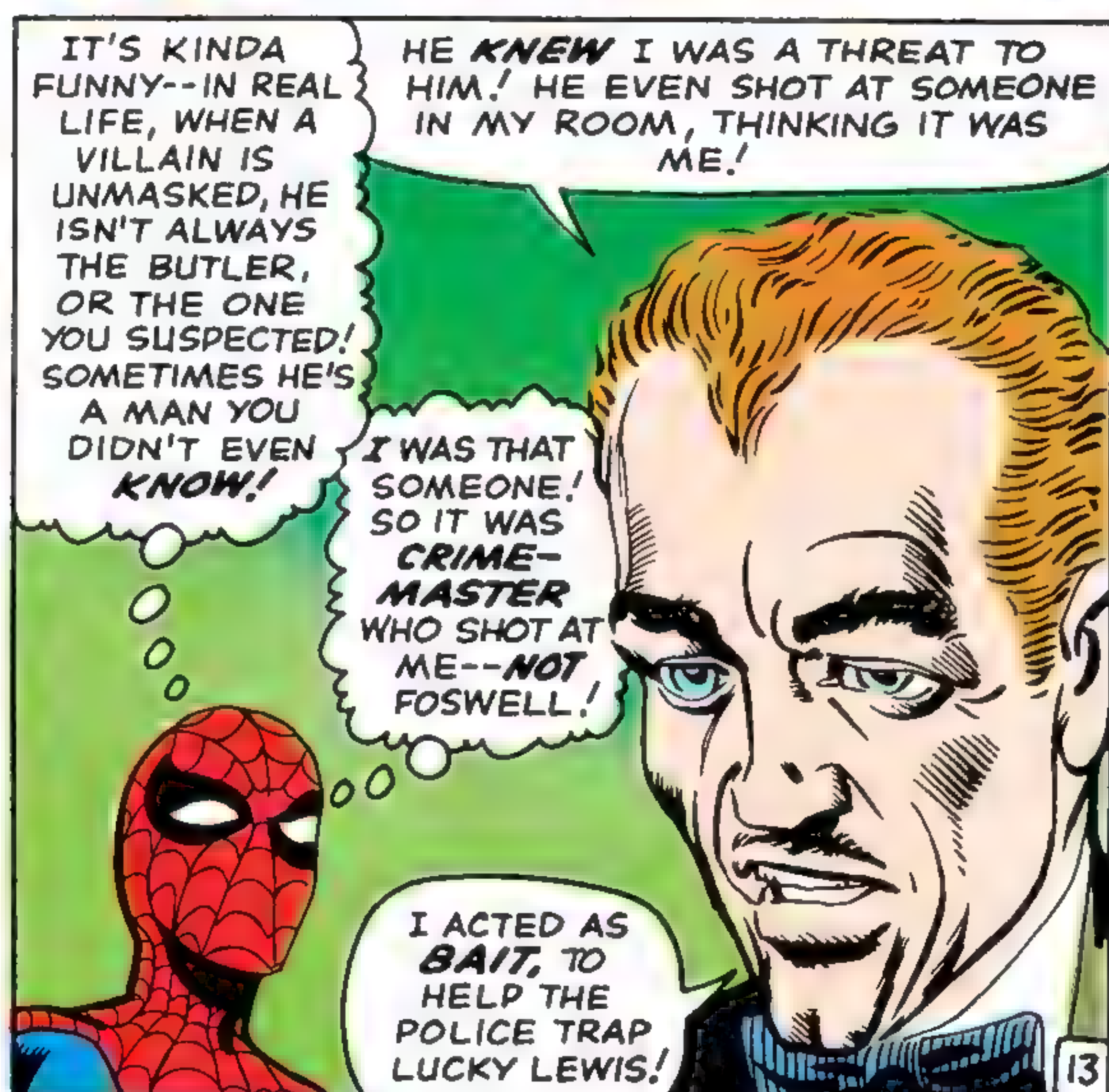
NOT *ME*, MR. **JAMESON**! YOU KNOW I'M TOO SMART TO TAKE A CHANCE OF BECOMING A TWO-TIME LOSER!

WHAT DOES *THAT* PROVE! EVEN IF HE *WAS* CROOKED, HE WOULDN'T ADMIT IT!

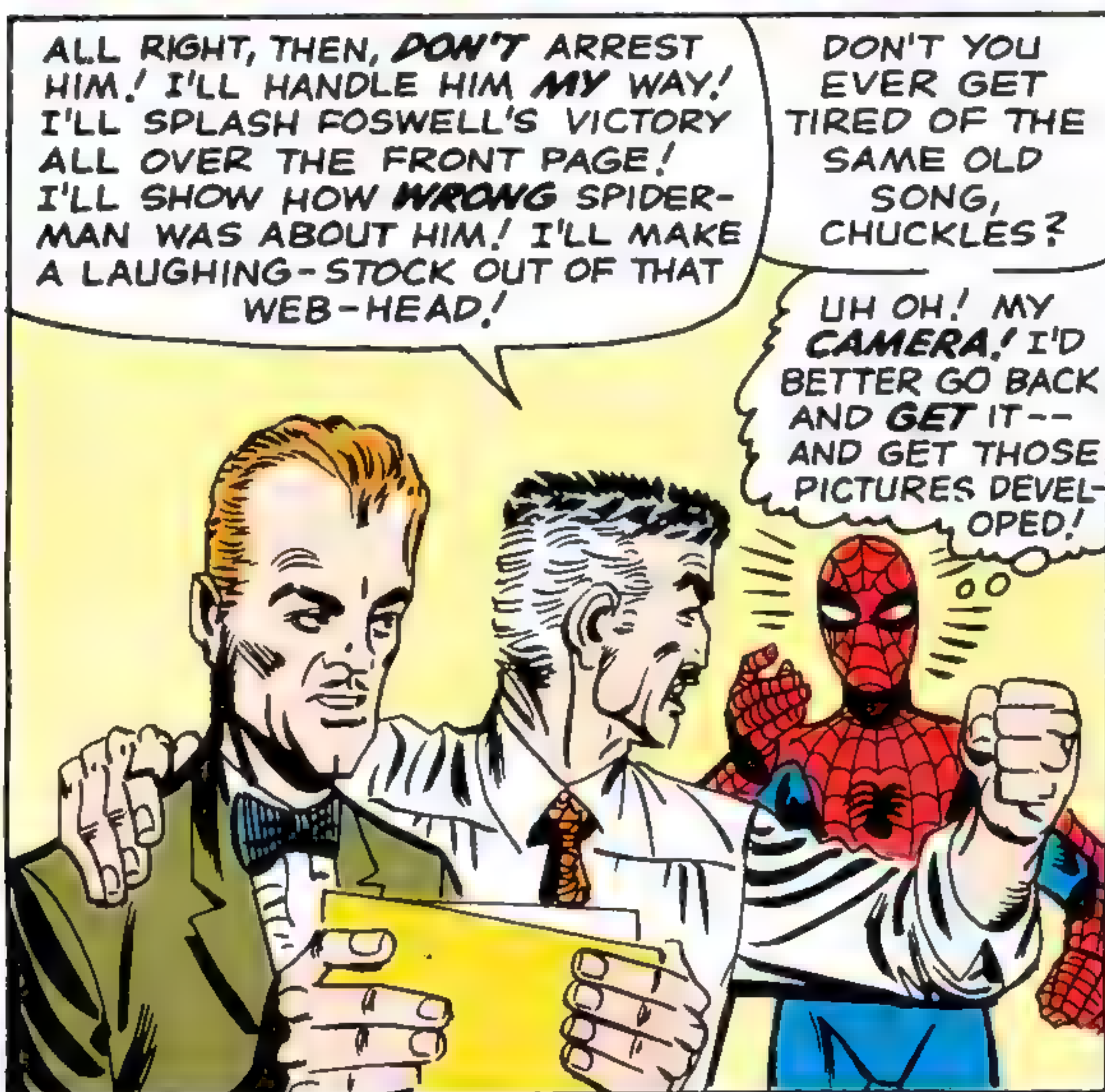
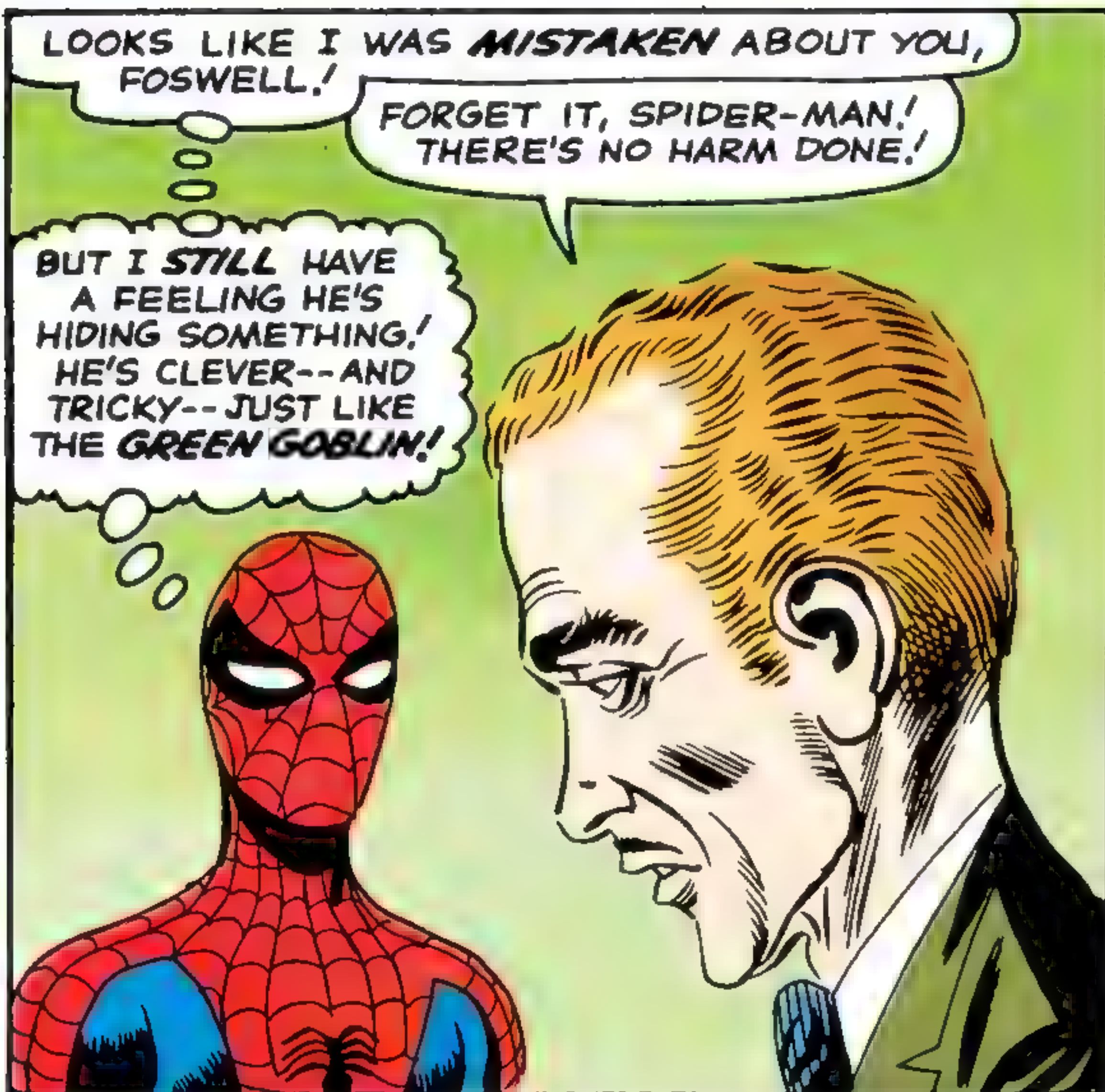




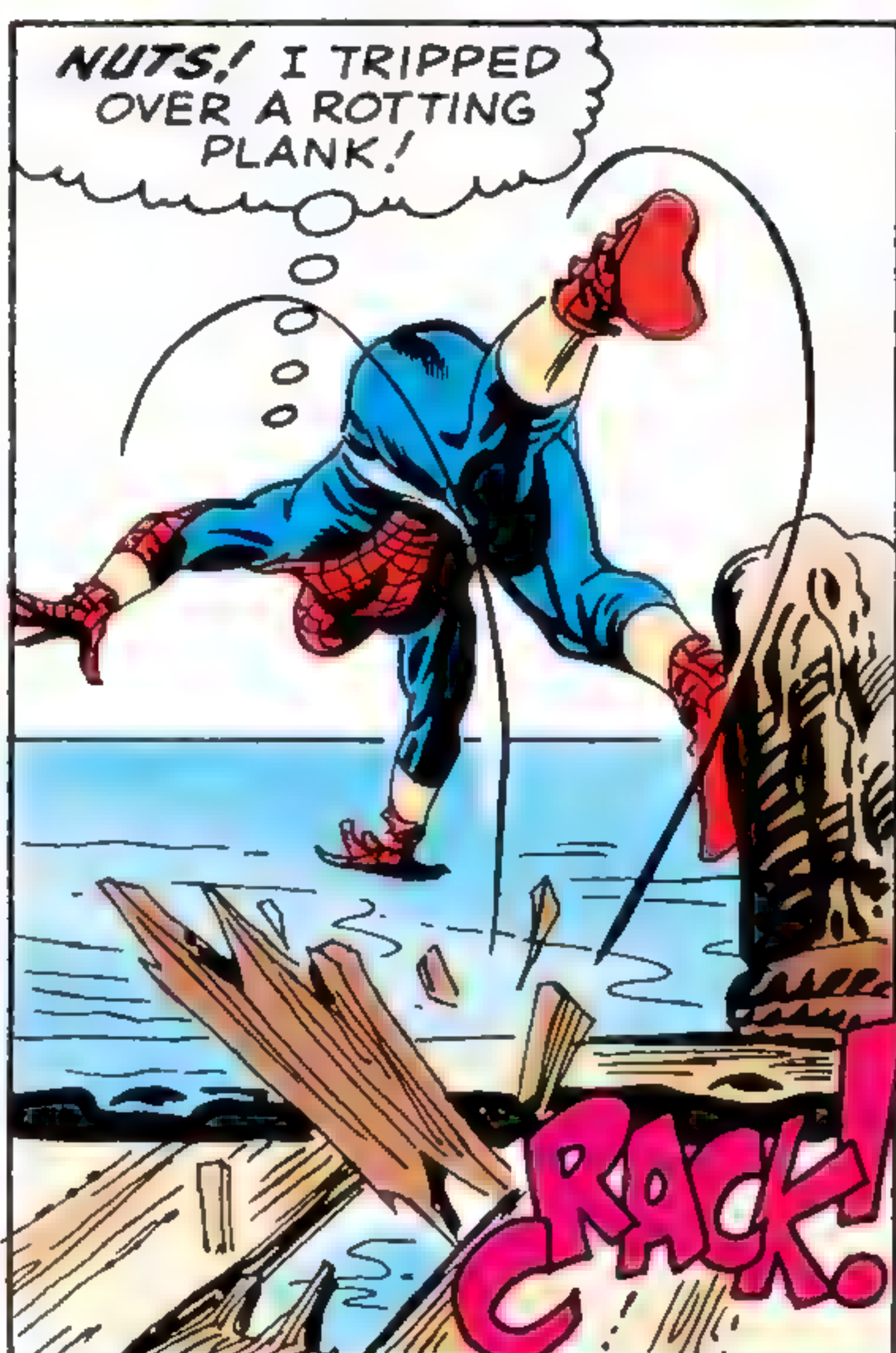
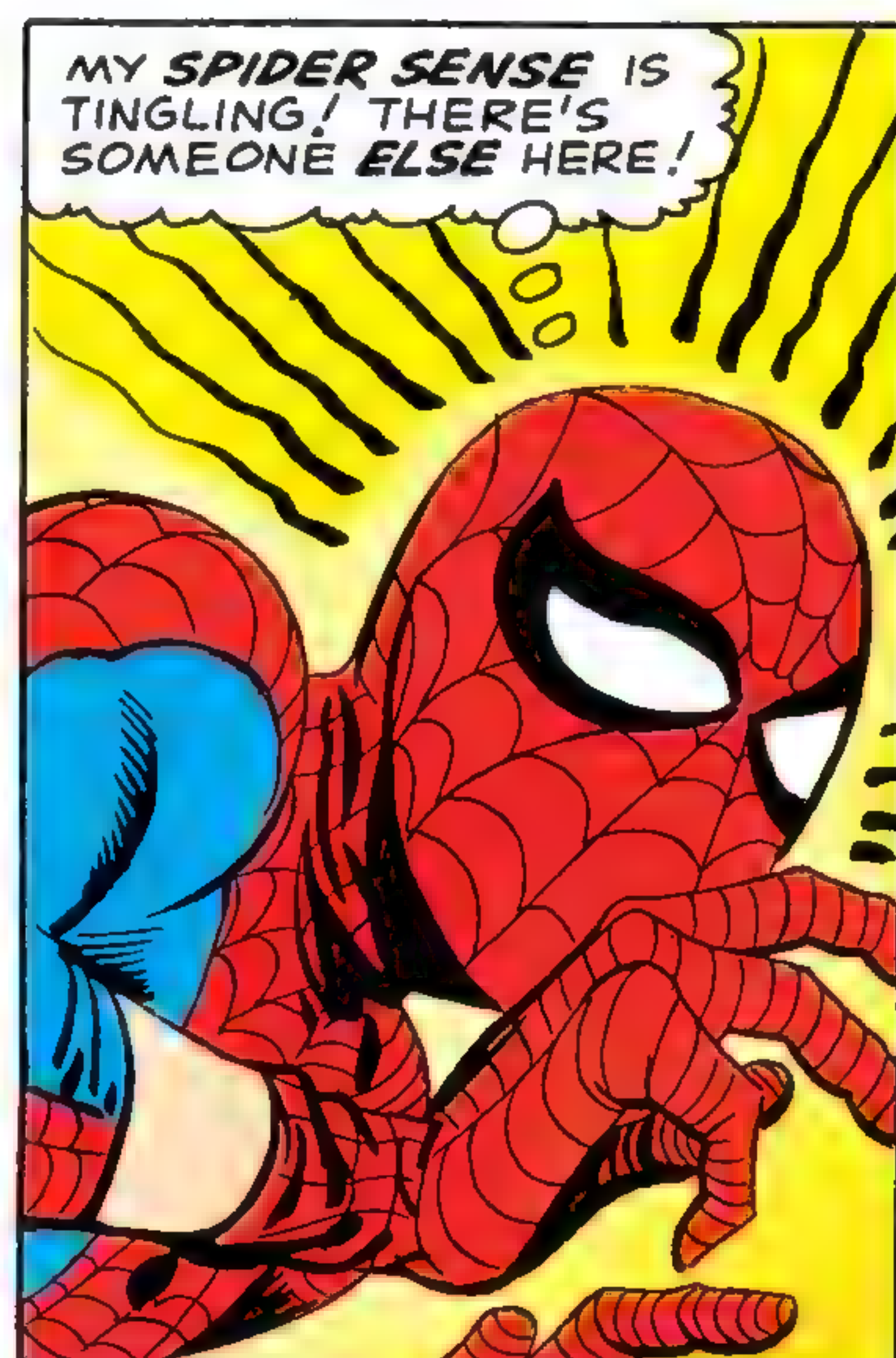
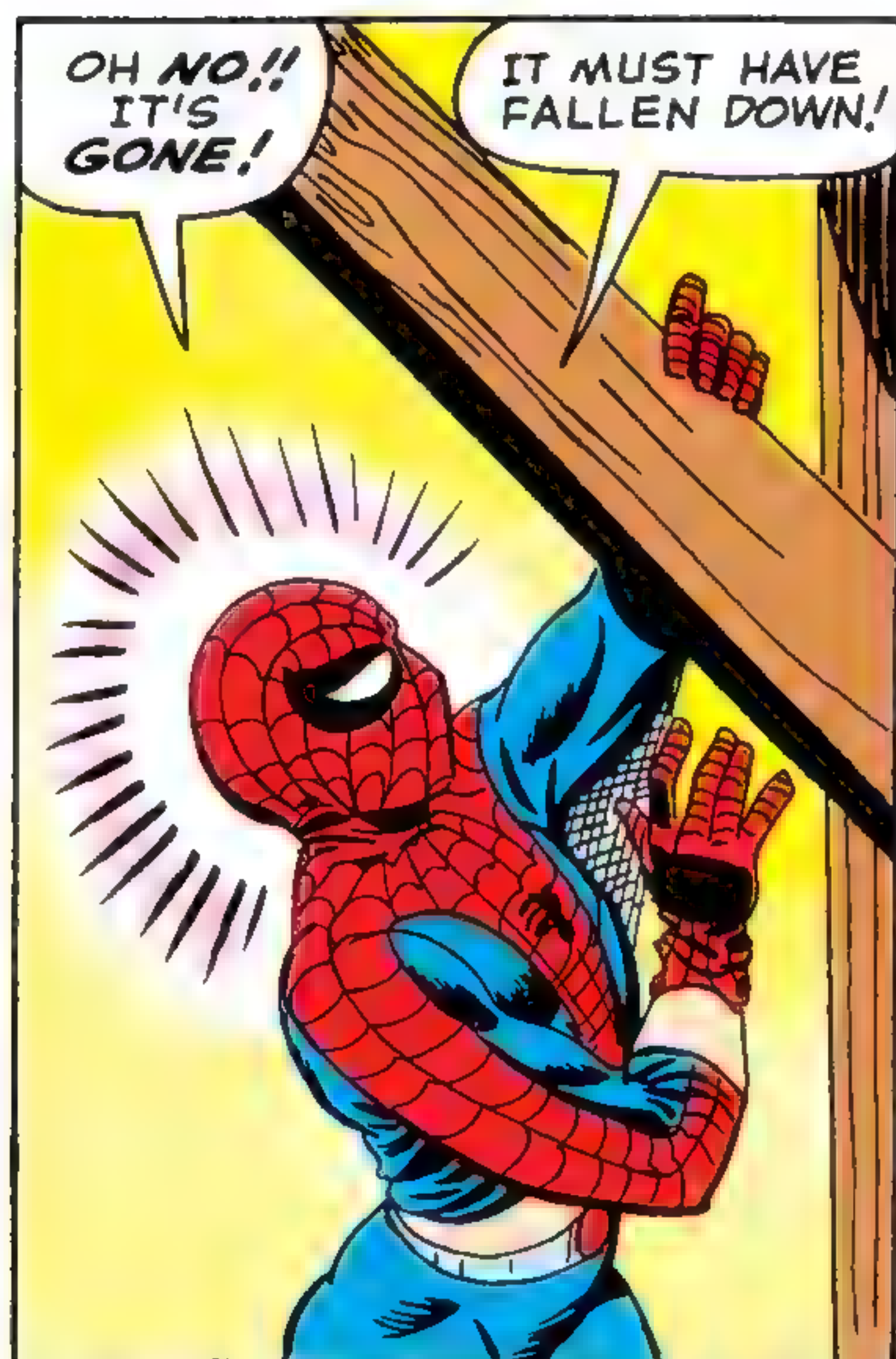














THEN, AS SPIDEY HEADS FOR HOME IN HIS SOME-WHAT UNIQUE MANNER...



OH WELL, THERE'S NOTHING MORE THAT CAN HAPPEN TO-- OH NO!! THIS IS THE LAST STRAW!

SINCE I GOT IT WET, THIS CRUMMY, STORE-BOUGHT COSTUME IS BEGINNING TO SHRINK ON ME!

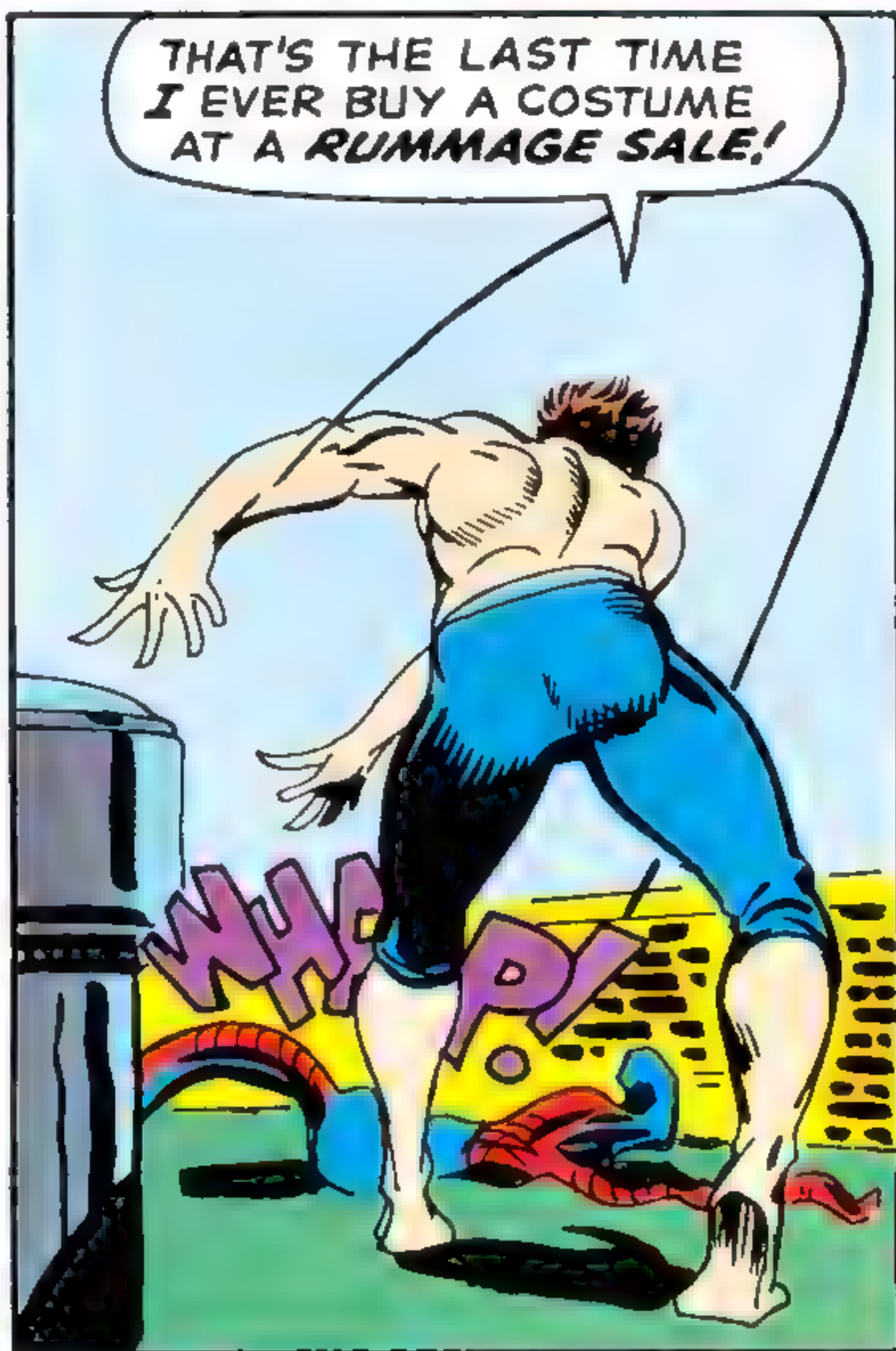


I MIGHT AS WELL GET OUT OF IT WHILE I CAN!

YEEOWWWNTCH! IT FEELS LIKE I'M PULLING HALF OF MY SCALP OFF WITH IT!



THAT'S THE LAST TIME I EVER BUY A COSTUME AT A RUMMAGE SALE!



THEN, AFTER MAKING A QUICK CHANGE...



BUT I THINK I'LL TAKE IT ALONG WITH ME! I MAY JUST BE ABLE TO FIND A USE FOR IT!

AND SO, A SHORT TIME LATER, IN PETER PARKER'S CELLAR DARKROOM...



THIS'LL BE A GOOD TIME TO PICK OUT THE BEST PICTURES TO SELL TO JONAH JAMESON--WHILE AUNT MAY ISN'T IN!

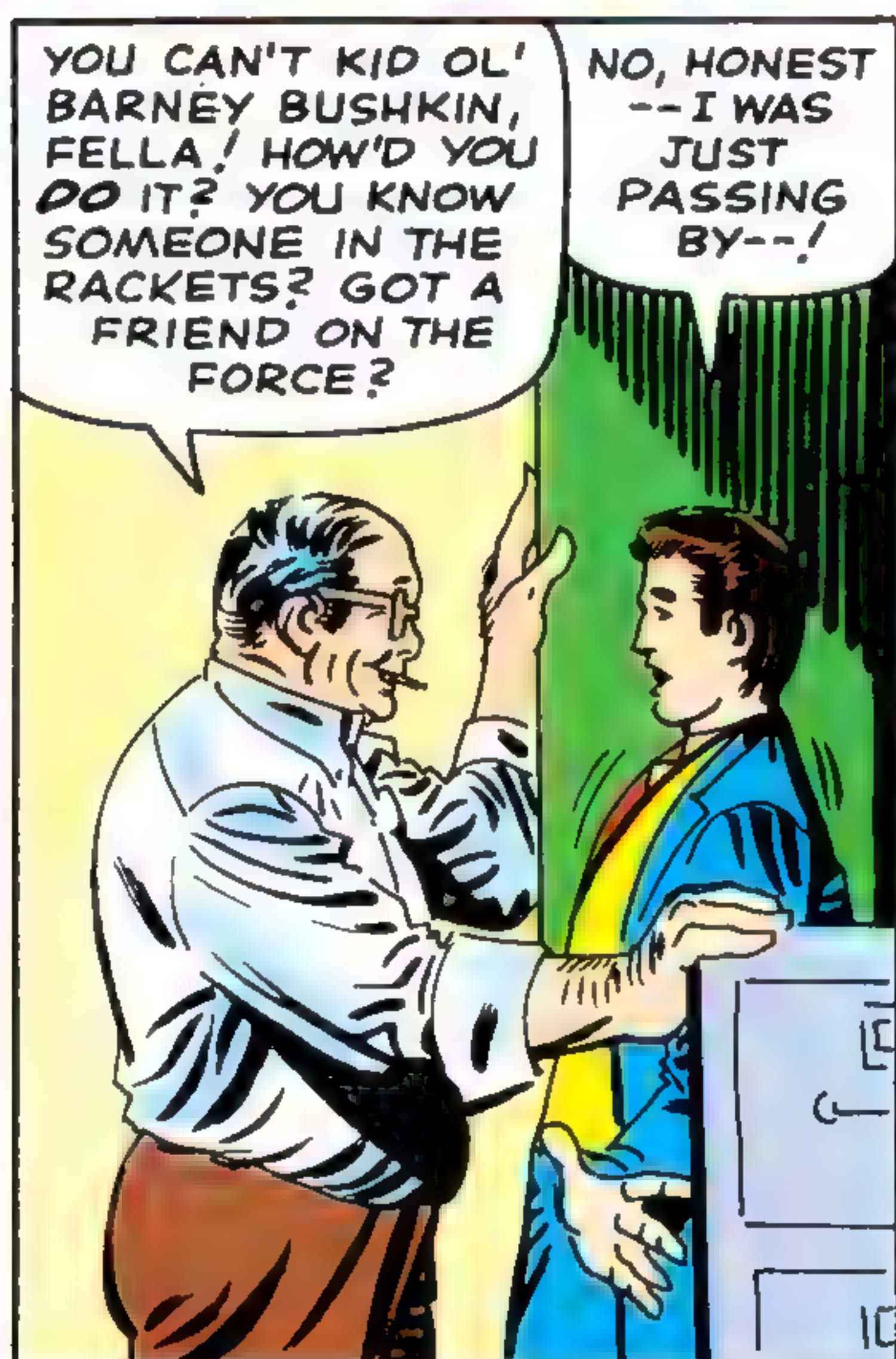
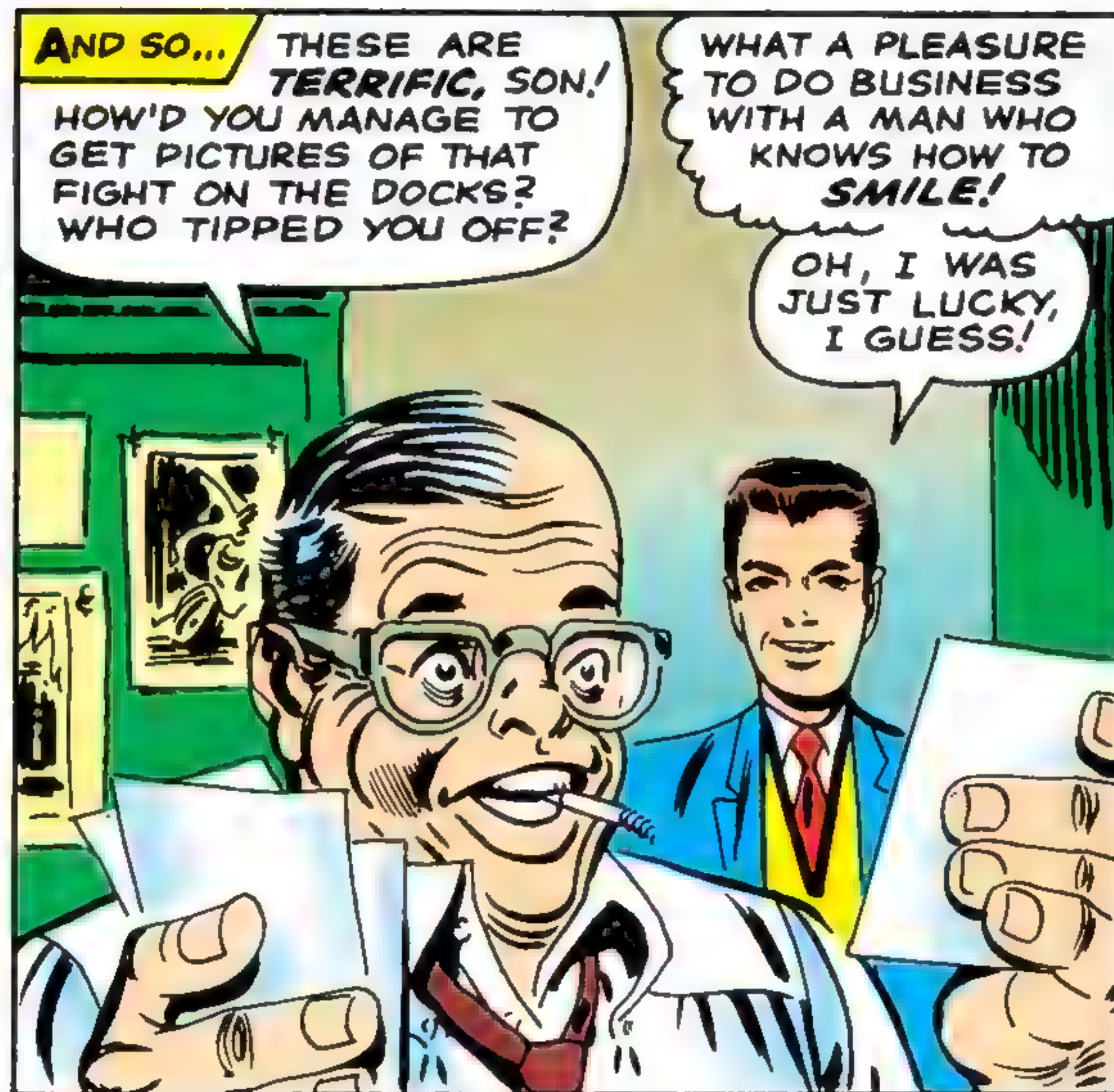
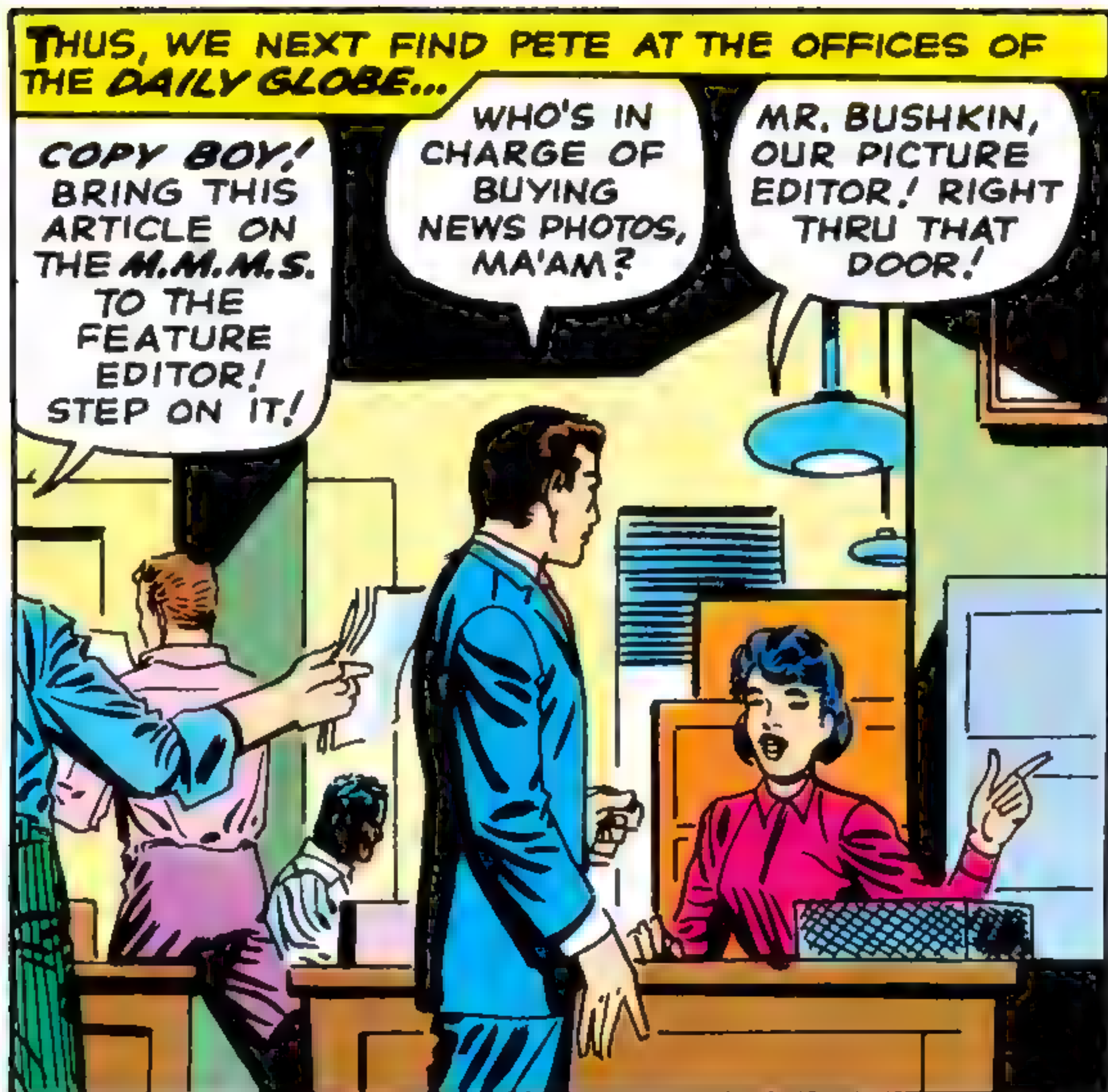
HMMM... LET'S SEE NOW...!

BUT, COME TO THINK OF IT, WHY SHOULD I ALWAYS SELL A NO-GOODNIK LIKE HIM MY BEST PIX?

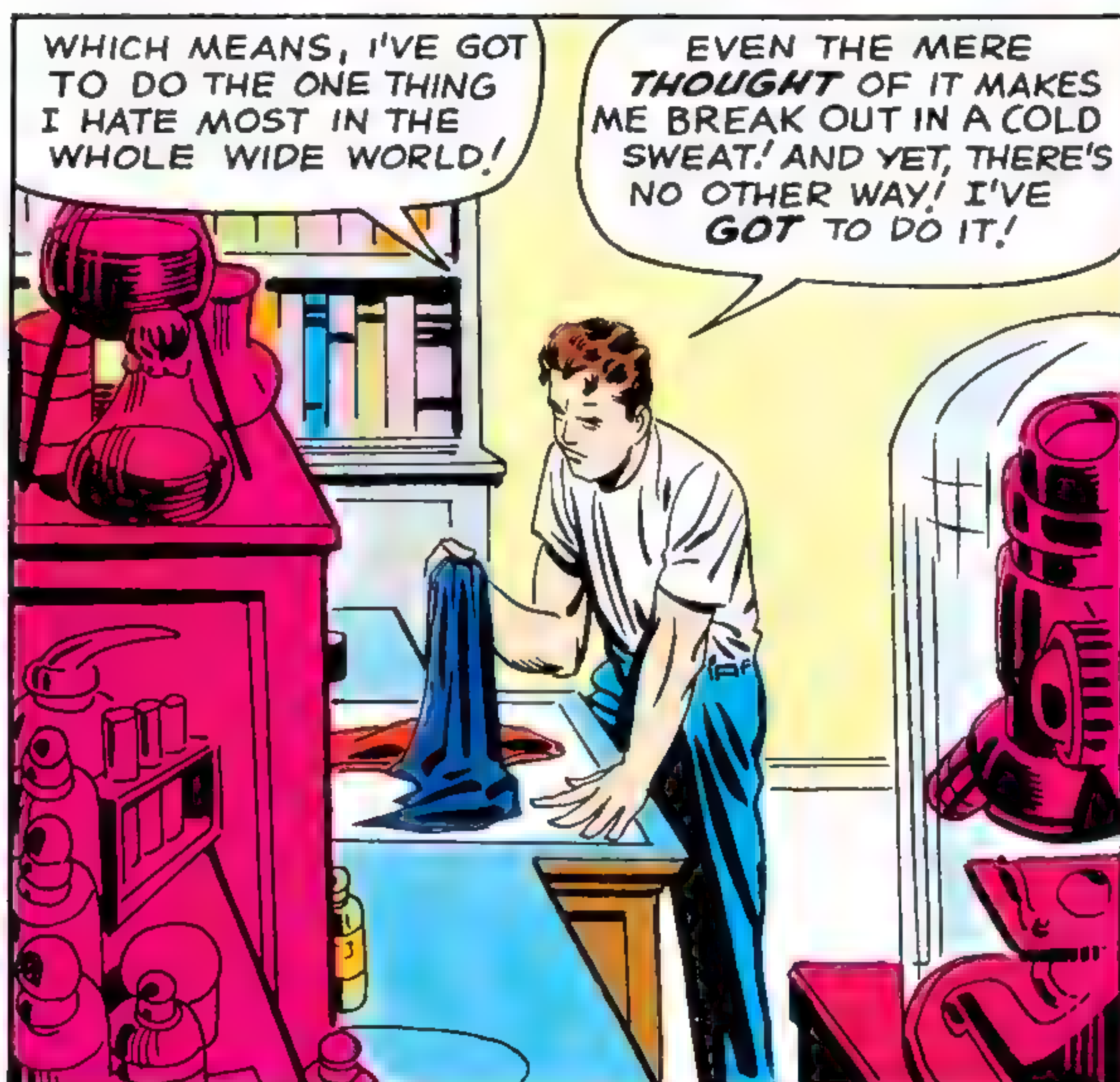
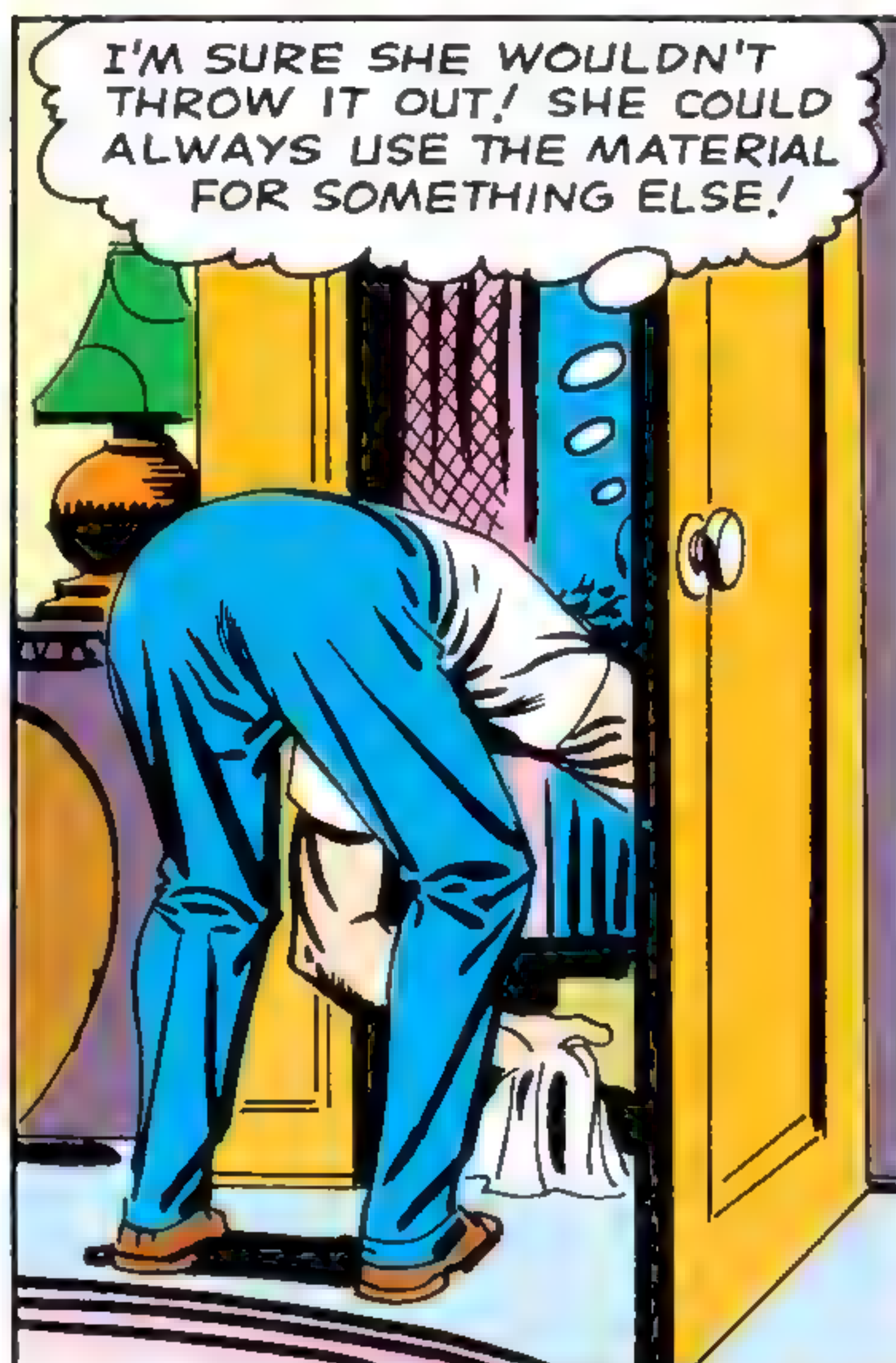
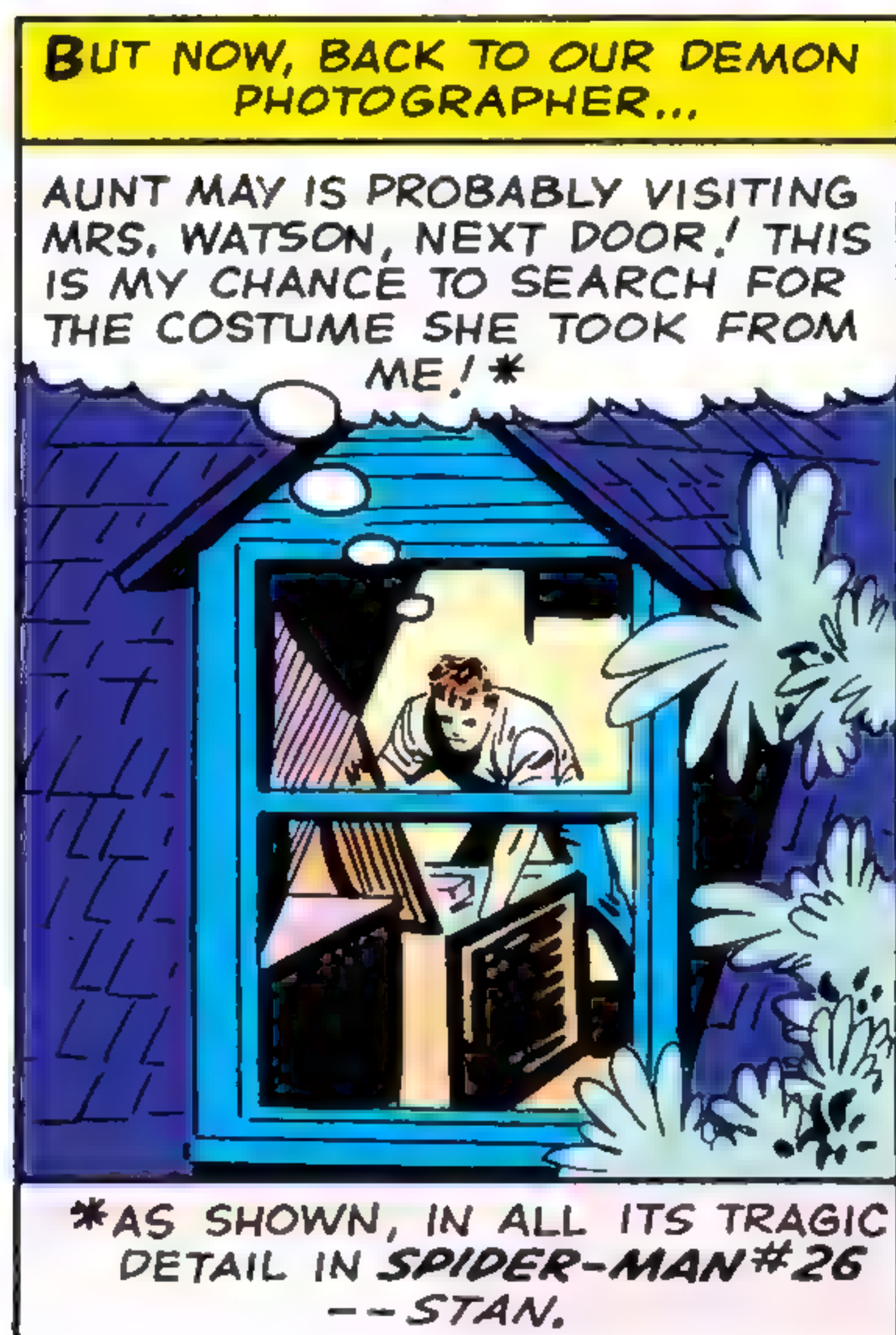
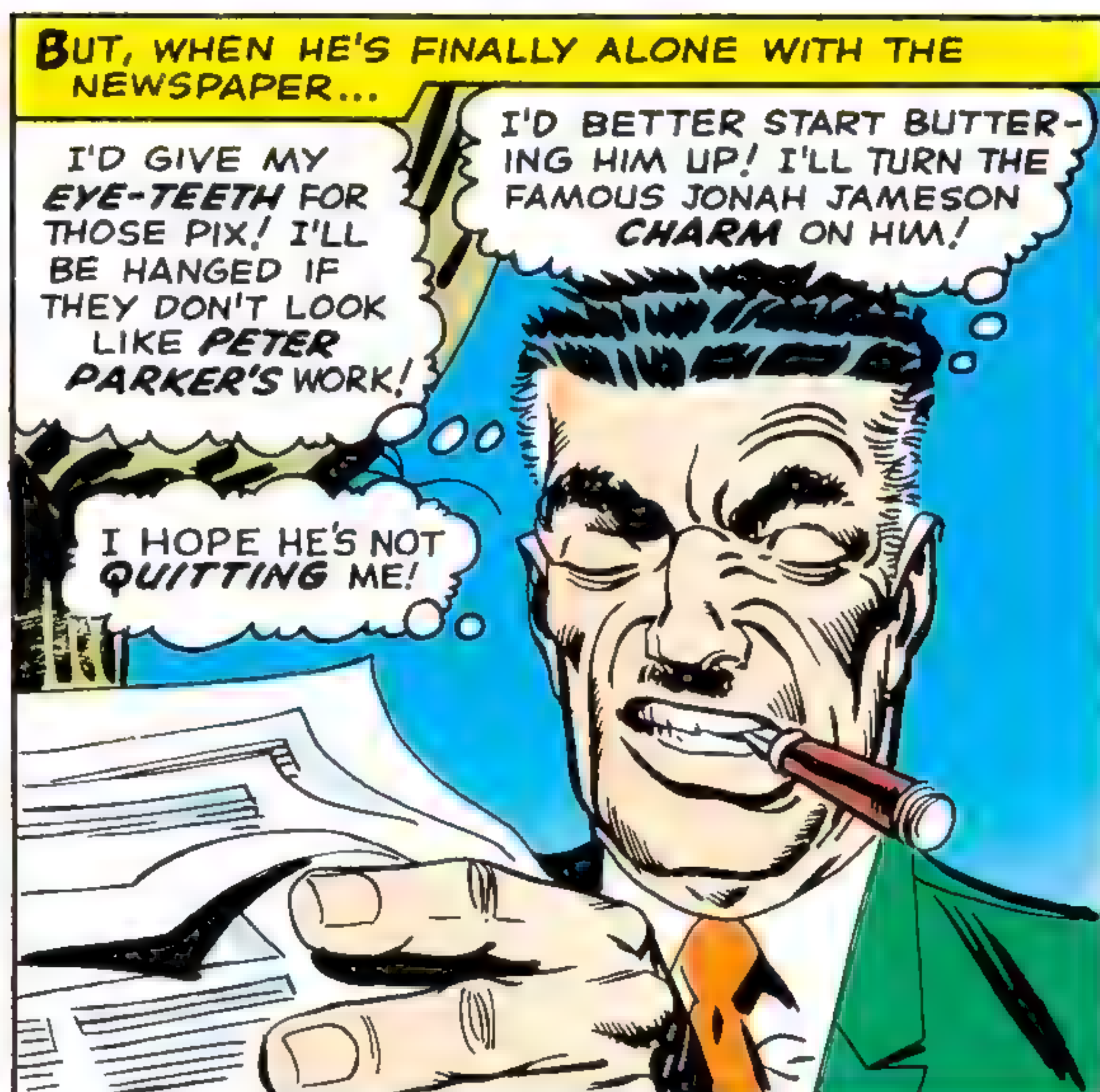


I THINK I'LL TRY ANOTHER NEWSPAPER THIS TIME!











**BUT, MINUTES LATER...**

**AUNT MAY!** ISN'T THIS THE NIGHT YOU USUALLY SPEND WITH MRS. WATSON?

YES, PETER DEAR! BUT, SHE HAD ANOTHER APPOINTMENT TONIGHT! SO I JUST TOOK A WALK!

POOR AUNT MAY! SHE ALWAYS LOOKED FORWARD TO THOSE EVENINGS WITH MRS. WATSON! HER LIFE IS SUCH A LONELY ONE!

AND I DON'T HELP MUCH BY SPENDING MY SPARE TIME PROWLING THE CITY AS SPIDER-MAN!

WELL, I'LL TRY TO MAKE UP FOR IT NOW! MY NEW COSTUME WILL JUST HAVE TO WAIT FOR SOME OTHER TIME!

I'VE GOT AN **IDEA**, AUNT MAY! THERE'S NO SCHOOL TOMORROW, AND I'VE NO HOMEWORK! SO HOW ABOUT COMING TO A **MOVIE** WITH ME NOW!

YOU--YOU **MEAN** IT, PETER?? YOU REALLY WANT TO GO WITH ME?

WITH MY FAVORITE AUNT?? YOU **KNOW** IT!

WELL, THERE **IS** A MOVIE I'VE BEEN DYING TO SEE! IT'S A REMAKE OF AN OLD FAVORITE OF MINE!

I'LL BE READY IN JUST A **MOMENT**, DEAR! **MY!** I FEEL LIKE A YOUNG GIRL GOING OUT ON A **DATE!**

AND I'LL BUY YOU ALL THE POPCORN YOU CAN EAT! SO PUT ON YOUR PRETTIEST HAT AND LET'S **GO!**

**BUT, BEFORE YOU START WONDERING IF YOU'RE STILL READING SPIDER-MAN, LET'S SWITCH BACK TO FREDERICK FOSWELL...**

THE NIGHT SHIFT IS TAKING OVER NOW, SO I GUESS I'LL BE LEAVING!

I'M PRETTY LUCKY THAT NO ONE HAS YET GUESSED MY LITTLE SECRET!

I'VE EVEN MANAGED TO PULL THE WOOL COMPLETELY OVER **SPIDER-MAN'S** EYES!

AND NO ONE IS APT TO UNMASK ME **NOW!** ANYONE SEEING ME WOULD THINK I'M MERELY TAKING A BUNDLE OF CLOTHES TO THE LAUNDRY!





NOW, WITH THE **CRIME-MASTER** DEAD, IT'S SAFE FOR ME TO RETURN TO MY APARTMENT!

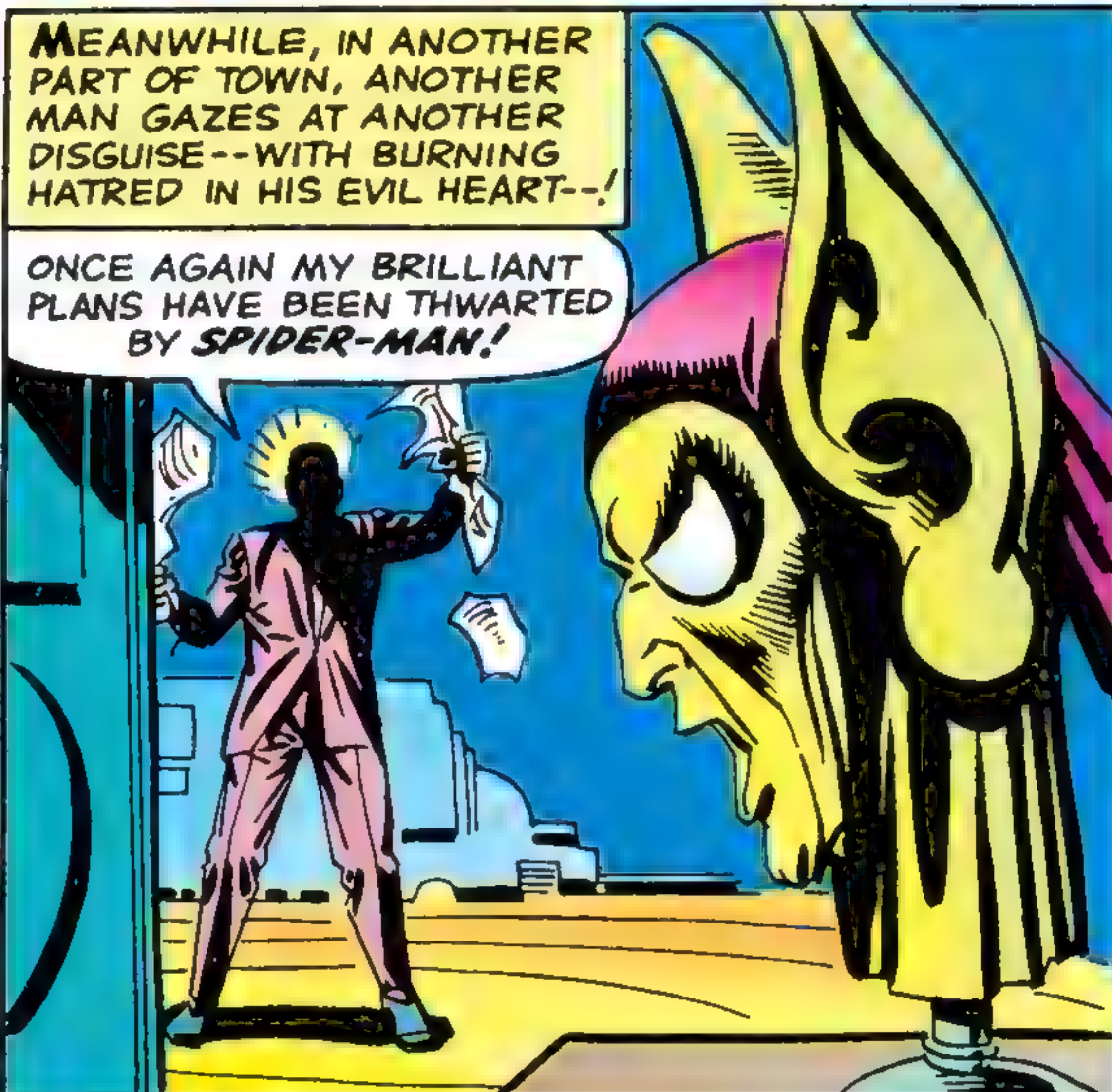


MY LITTLE DISGUISE HAS SERVED ME WELL! BUT, I WONDER IF I'LL EVER HAVE TO WEAR IT AGAIN!



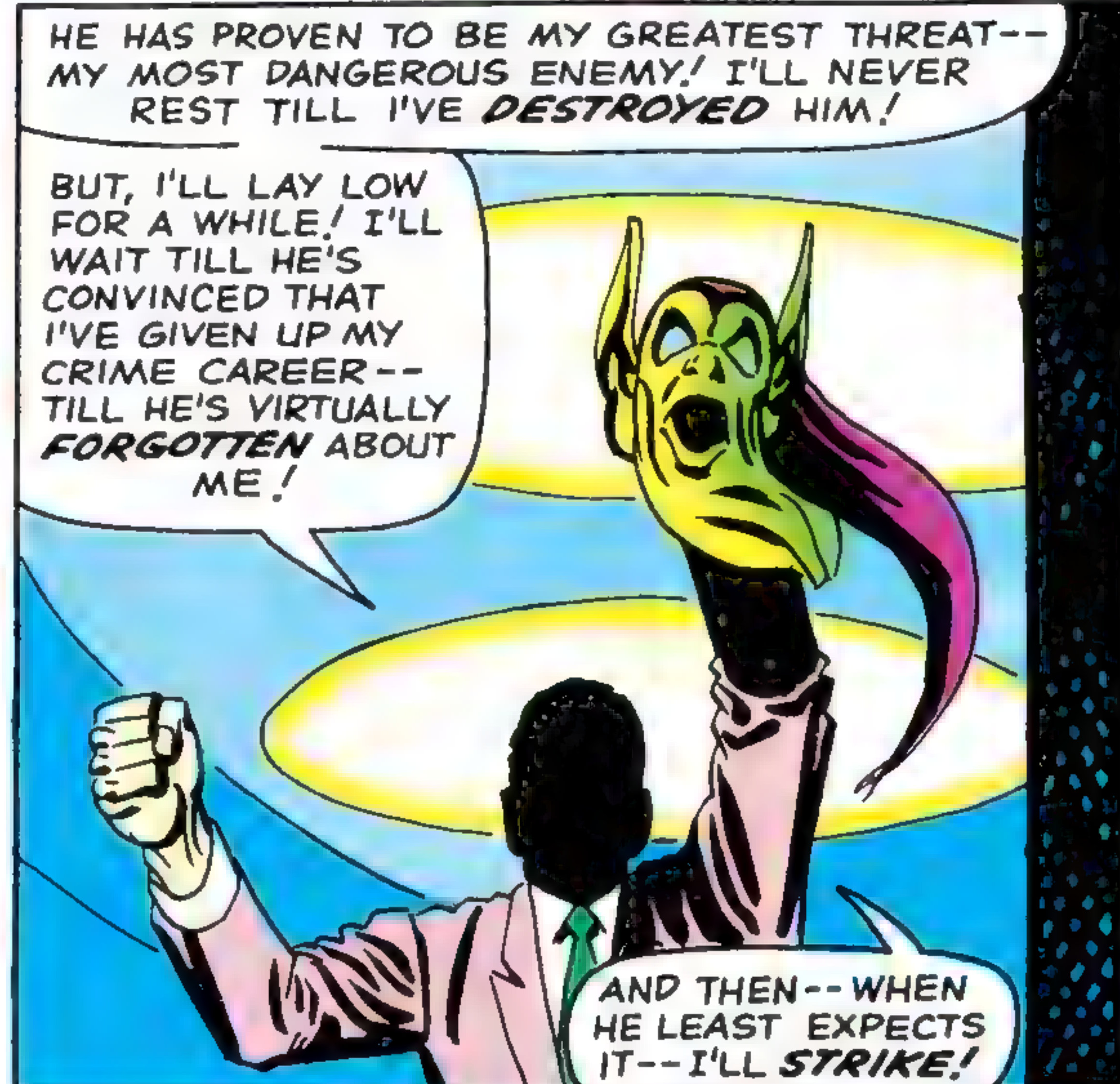
IT WOULD HAVE BEEN TOO DANGEROUS FOR **FREDERICK FOSWELL** TO MINGLE WITH THE MOBS, GAINING INFORMATION!

BUT, THE UNDERWORLD NEVER GUESSED THAT THE INFORMER WHO BETRAYED THEM WAS THE CHARACTER KNOWN AS-- **PATCH!**



MEANWHILE, IN ANOTHER PART OF TOWN, ANOTHER MAN GAZES AT ANOTHER DISGUISE--WITH BURNING HATRED IN HIS EVIL HEART--!

ONCE AGAIN MY BRILLIANT PLANS HAVE BEEN THWARTED BY **SPIDER-MAN!**



HE HAS PROVEN TO BE MY GREATEST THREAT-- MY MOST DANGEROUS ENEMY! I'LL NEVER REST TILL I'VE **DESTROYED** HIM!

BUT, I'LL LAY LOW FOR A WHILE! I'LL WAIT TILL HE'S CONVINCED THAT I'VE GIVEN UP MY CRIME CAREER-- TILL HE'S VIRTUALLY **FORGOTTEN** ABOUT ME!

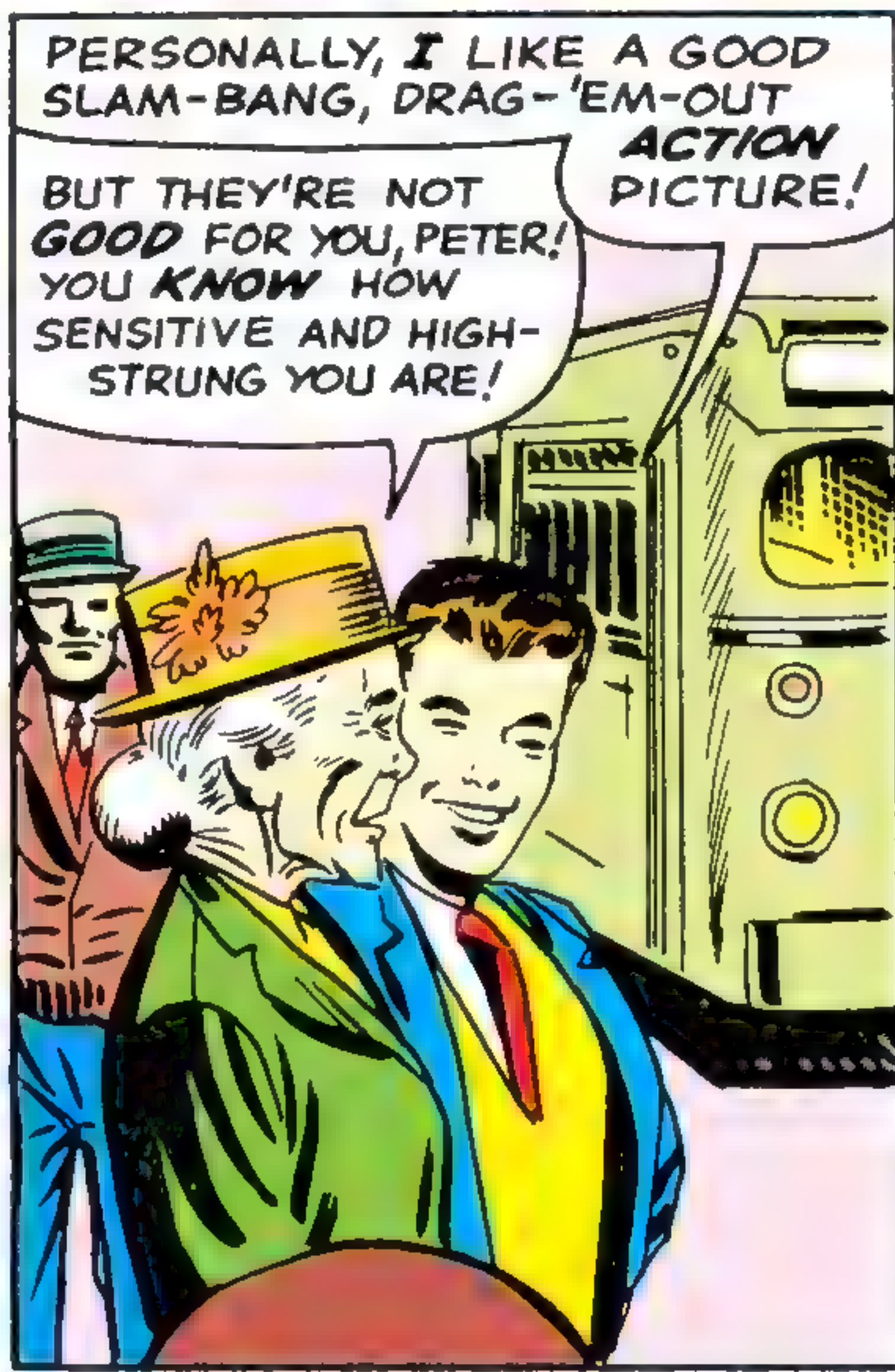
AND THEN-- WHEN HE LEAST EXPECTS IT-- I'LL **STRIKE!**



AND WHAT OF THE GOBLIN'S INTENDED VICTIM? WHO WOULD SUSPECT THAT, AT THIS VERY MOMENT, **SPIDER-MAN** HAS JUST FINISHED HIS THIRD BAG OF POPCORN?

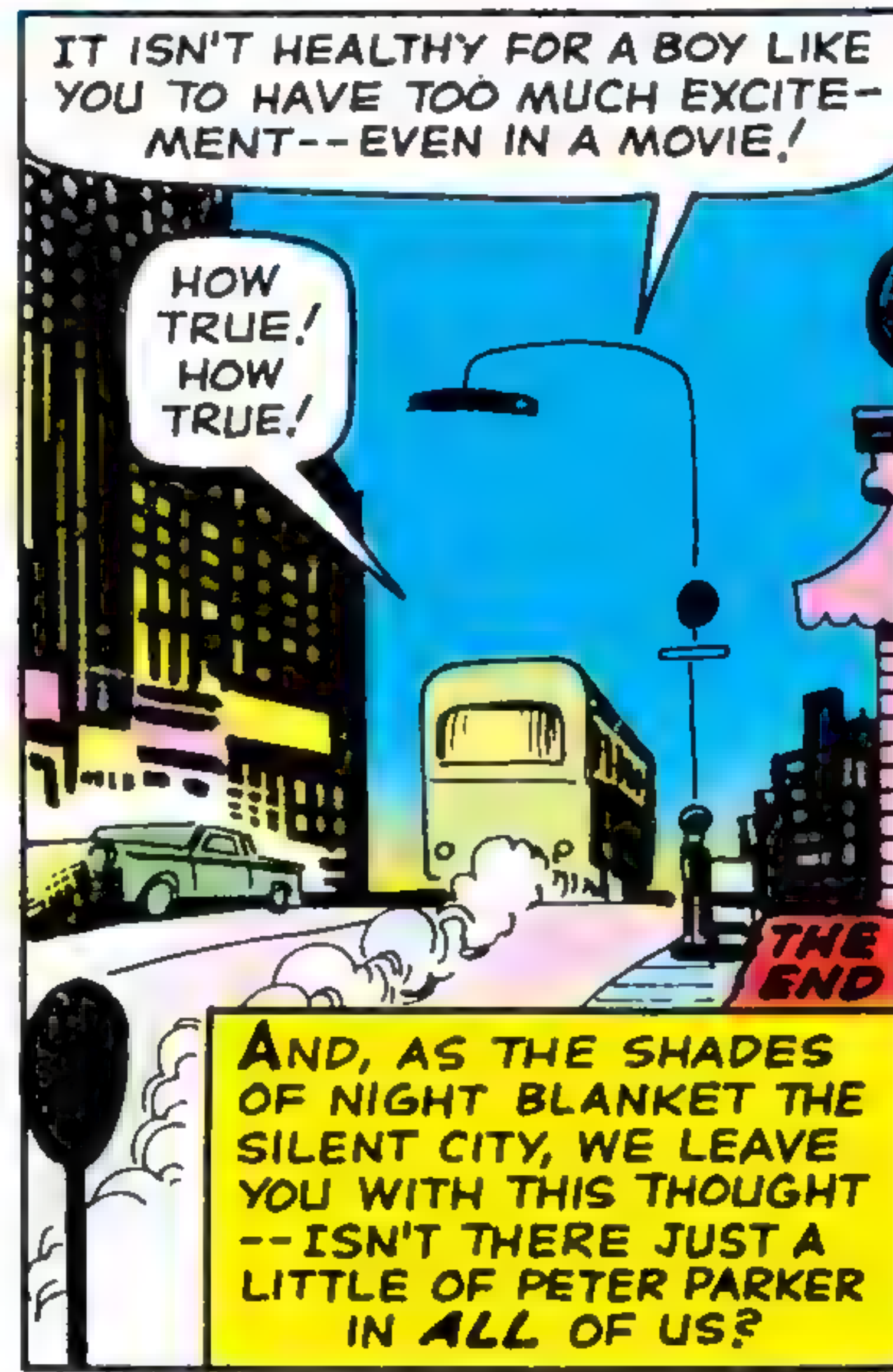
HOW DID YOU LIKE THE MOVIE, AUNT MAY?

IT WAS **DELIGHTFUL**, PETER DEAR! I SIMPLY **ADORE** A MOVIE THAT MAKES ME CRY!



PERSONALLY, I LIKE A GOOD SLAM-BANG, DRAG-'EM-OUT **ACTION** PICTURE!

BUT THEY'RE NOT **GOOD** FOR YOU, PETER! YOU **KNOW** HOW SENSITIVE AND HIGH-STRUNG YOU ARE!



IT ISN'T HEALTHY FOR A BOY LIKE YOU TO HAVE TOO MUCH EXCITEMENT--EVEN IN A MOVIE!

HOW TRUE! HOW TRUE!

AND, AS THE SHADES OF NIGHT BLANKET THE SILENT CITY, WE LEAVE YOU WITH THIS THOUGHT -- ISN'T THERE JUST A LITTLE OF PETER PARKER IN **ALL** OF US?

**THE END**





MARVEL  
POP  
ART 12¢  
PRODUCTIONS

# the AMAZING SPIDER-MAN

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

28  
SEPT

IND

CLOAKED IN DARKNESS, SPIDEY FACES  
THE MYSTIFYING MENACE OF...  
"THE **MOLTEN MAN!**"

ALSO IN THIS LANDMARK ISSUE:  
YOU WON'T WANT TO MISS  
**PETER PARKER'S  
GRADUATION!**





# THE MENACE OF "THE MOLTEN MAN!"

WRITTEN and EDITED WITH  
LOVING CARE by STAN LEE  
PLOTTED and DRAWN WITH  
TALENT RARE by STEVE DITKO  
LETTERED and BORDERED WITH  
A VACANT STARE by SAM ROSEN



**MARVEL  
MARCHES ON**  
TO ANOTHER NEW  
ADVENTURE TRIUMPH!

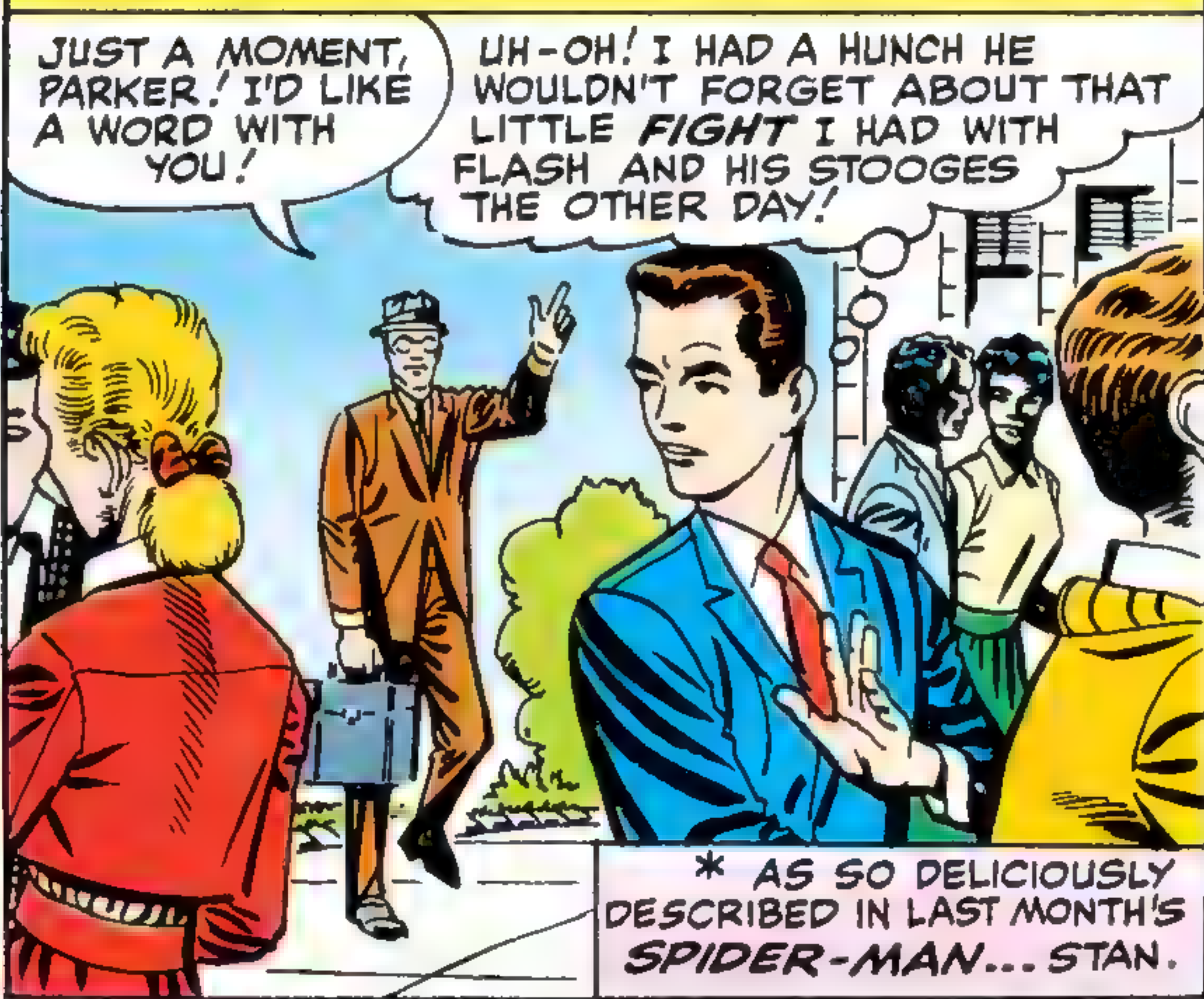


ON HIS WAY TO SCHOOL THIS MORNING, PETER PARKER IS HAILED BY NO LESS A PERSONAGE THAN THE PRINCIPAL HIMSELF! THUS, OUR STORY BEGINS WITH THE SAVAGE IMPACT OF A FALLING FEATHER...!

JUST A MOMENT, PARKER! I'D LIKE A WORD WITH YOU!

UH-OH! I HAD A HUNCH HE WOULDN'T FORGET ABOUT THAT LITTLE **FIGHT** I HAD WITH FLASH AND HIS STOOGES THE OTHER DAY!

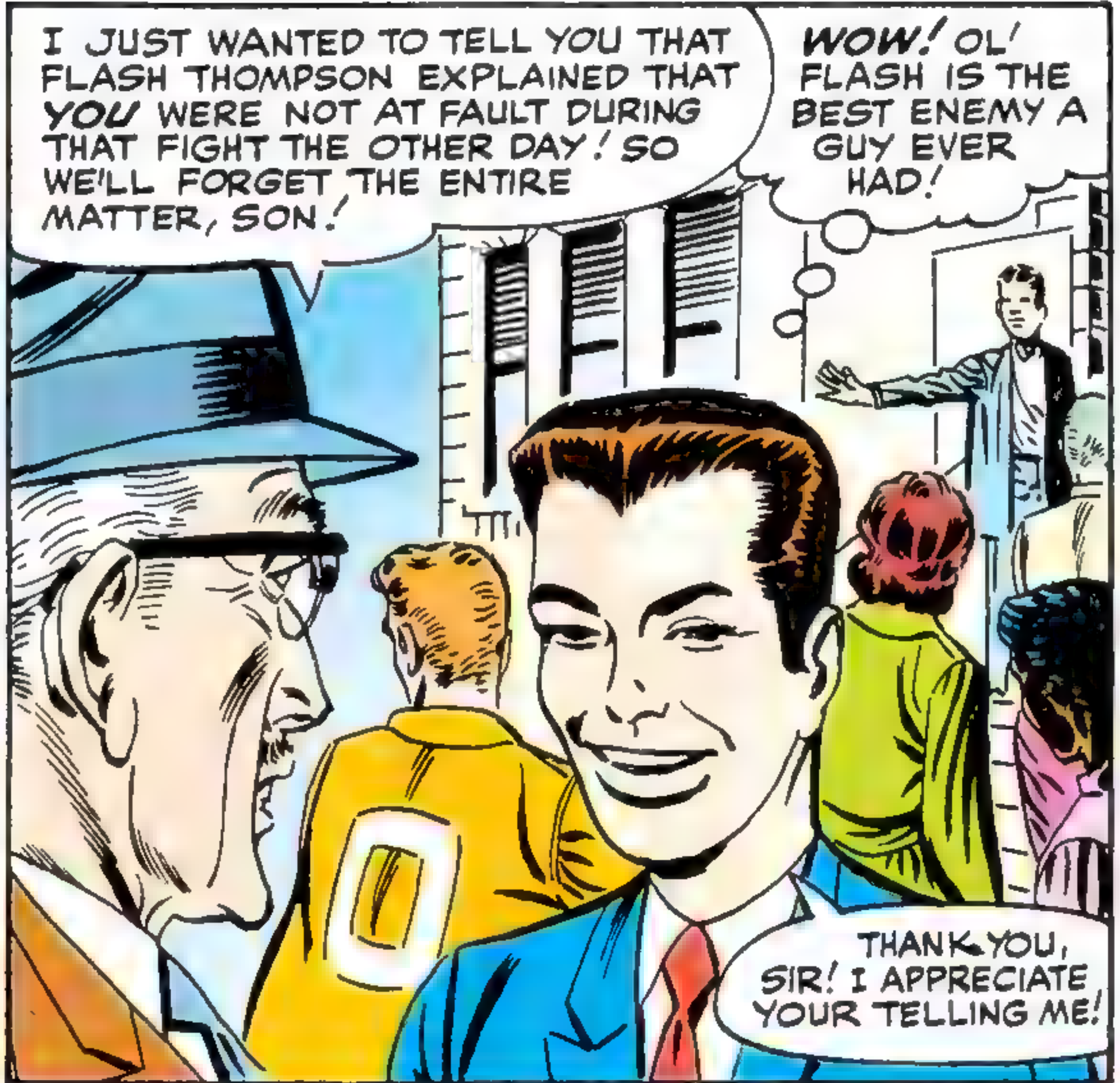
\* AS SO DELICIOUSLY DESCRIBED IN LAST MONTH'S **SPIDER-MAN**... STAN.



I JUST WANTED TO TELL YOU THAT FLASH THOMPSON EXPLAINED THAT **YOU** WERE NOT AT FAULT DURING THAT FIGHT THE OTHER DAY! SO WE'LL FORGET THE ENTIRE MATTER, SON!

WOW! OL! FLASH IS THE BEST ENEMY A GUY EVER HAD!

THANK YOU, SIR! I APPRECIATE YOUR TELLING ME!



THERE'S LIZ HILTON! I'LL BET **SHE** HAD SOMETHING TO DO WITH FLASH GETTING ME OFF THE HOOK!

LIZ! LIZ... HOLD ON A MINUTE! IT'S PETER!



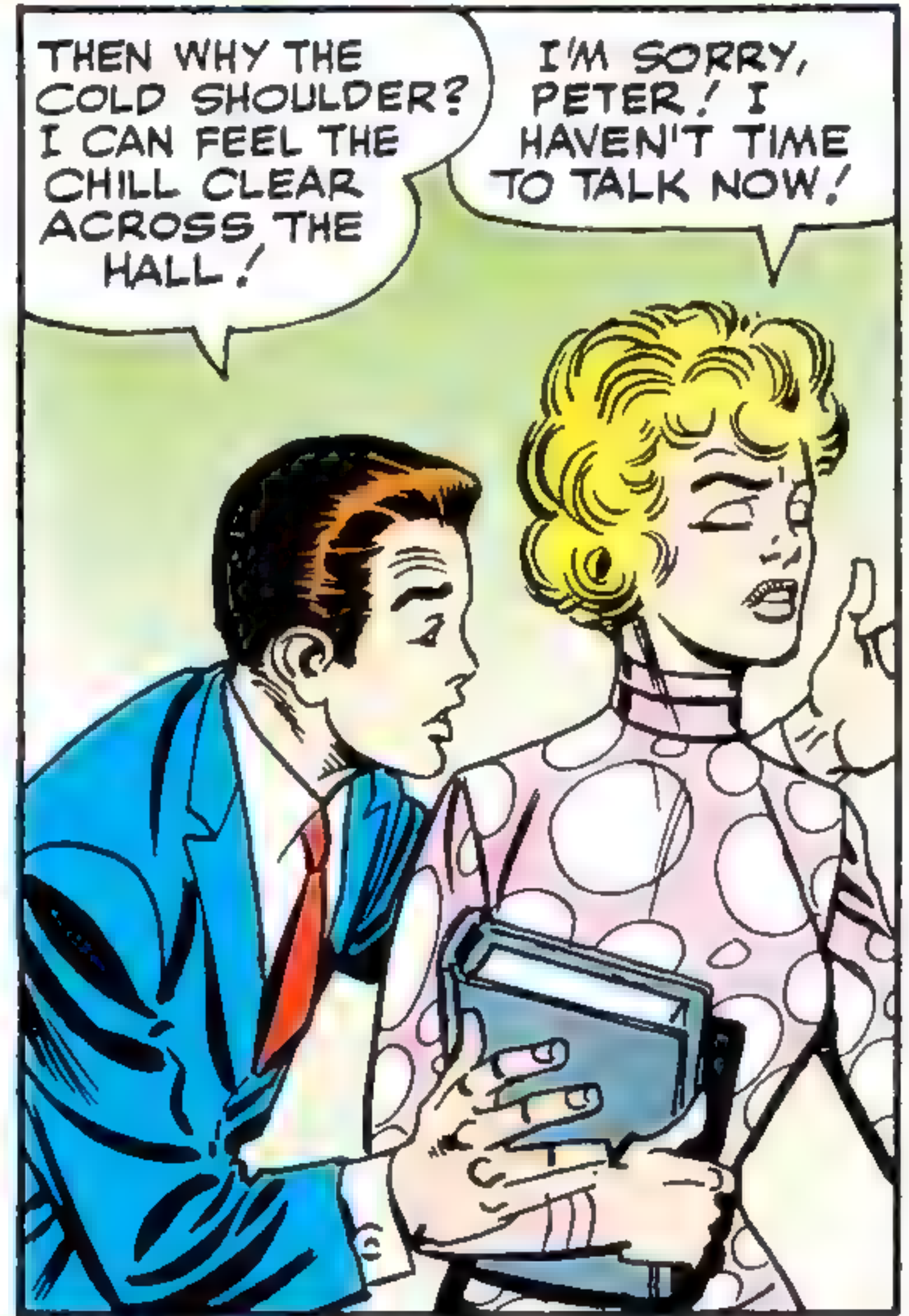
I WANTED TO THANK YOU FOR STANDING UP FOR ME, LAST WEEK!... LIZ... IS SOMETHING **WRONG**?

NO! NOTHING AT ALL!



THEN WHY THE COLD SHOULDER? I CAN FEEL THE CHILL CLEAR ACROSS THE HALL!

I'M SORRY, PETER! I HAVEN'T TIME TO TALK NOW!



"PETER"? SHE NEVER CALLED ME **THAT** BEFORE! IT'S ALWAYS BEEN **PETEY**! I WONDER WHAT'S BUGGING HER?... AND JUST BEFORE GRADUATION, TOO!



'SMATTER, USELESS? CAN'T YOU TELL WHEN A CHICK WRITES YOU OFF? YOU'VE **HAD** IT, PARKER!

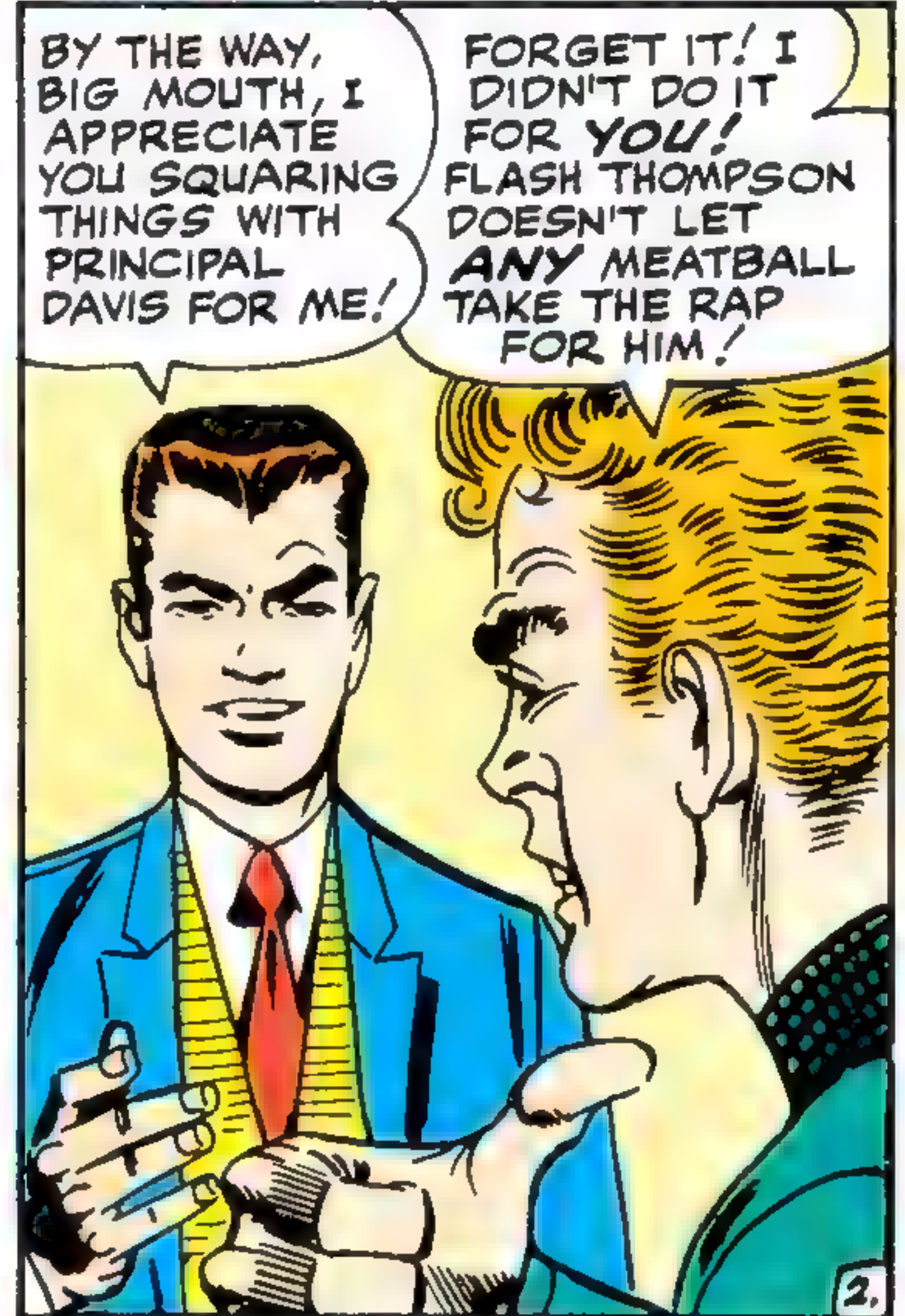
WELL, WELL! SINCE WHEN DID **YOU** BECOME THE "DEAR ABBY" OF MIDTOWN HIGH?

WHOO! I ALMOST FORGOT! I OWE FEARLESS FLASH A VOTE OF THANKS!



BY THE WAY, BIG MOUTH, I APPRECIATE YOU SQUARING THINGS WITH PRINCIPAL DAVIS FOR ME!

FORGET IT! I DIDN'T DO IT FOR **YOU**! FLASH THOMPSON DOESN'T LET **ANY** MEATBALL TAKE THE RAP FOR HIM!





AS FAR AS I'M CONCERNED, THE SOONER THEY BOUNCE YOU OUT OF HERE, THE BETTER! AND IF YOU DON'T STAY AWAY FROM LIZ, I MIGHT DO THE BOUNCING MYSELF!

NOW I SEE WHY YOU'RE SO POPULAR, FLASH! IT'S BECAUSE OF YOUR GENTLE NATURE AND SUNNY DISPOSITION!

THE POOR KNUCKLE-HEAD DOESN'T KNOW IF HE'S BEING PRAISED OR PANNED!

A FEW HOURS LATER...

BECAUSE IT'S SO CLOSE TO GRADUATION, THE SENIOR CLASS CAN LEAVE EARLY, TO GIVE YOU TIME TO ATTEND TO YOUR GOWNS, CAPS AND OTHER ODDS AND ENDS...!

NOT TO MENTION A CERTAIN SPIDER-MAN COSTUME WHICH I'VE GOT TO GET BACK BY HOOK OR CROOK!

SAY, LIZ! BEFORE YOU HEAD FOR HOME, HOW'S ABOUT HAVIN' A SODA WITH ME...?

NOT NOW! NOT TOMORROW! NOT EVER! DO I MAKE MYSELF CLEAR?

AH HA! SO I'M NOT THE ONLY ONE SHE'S MAD AT!

THERE'S SOMETHING BOTHERING LIZ... BUT I CAN'T WORRY ABOUT IT NOW! THIS IS MY CHANCE TO TRY THE LITTLE PLAN I'VE BEEN HATCHING!

LATER, AT THE HOME OF SPENCER SMYTHE, INVENTOR EXTRAORDINARY, (WHOM YOU MET IN SPIDER-MAN #25, REMEMBER?)...

ALTHOUGH I WON THE BATTLE WITH SMYTHE'S ROBOT, I LEFT MY COSTUME BEHIND! BUT, IF I PLAY MY CARDS RIGHT, I SHOULD BE ABLE TO GET IT BACK NOW!

HOPE HE'S IN!

BRRING!

HELLO, MR. SMYTHE, REMEMBER ME?

OF COURSE! YOU'RE PETER PARKER! THE ONE WHO TALKED JONAH JAMESON INTO USING MY ROBOT TO TRY TO CAPTURE SPIDER-MAN!

WHAT CAN I DO FOR YOU?

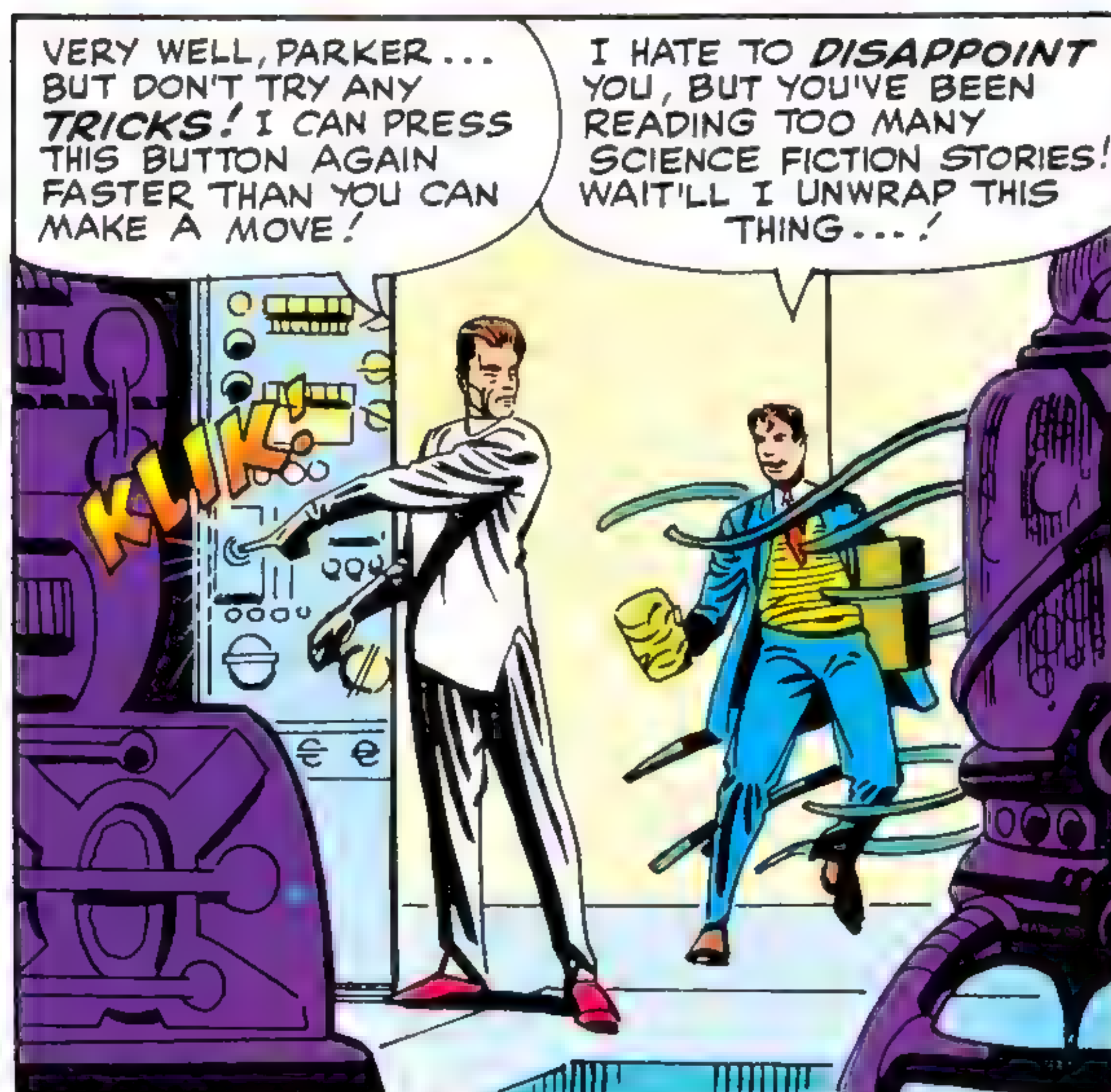
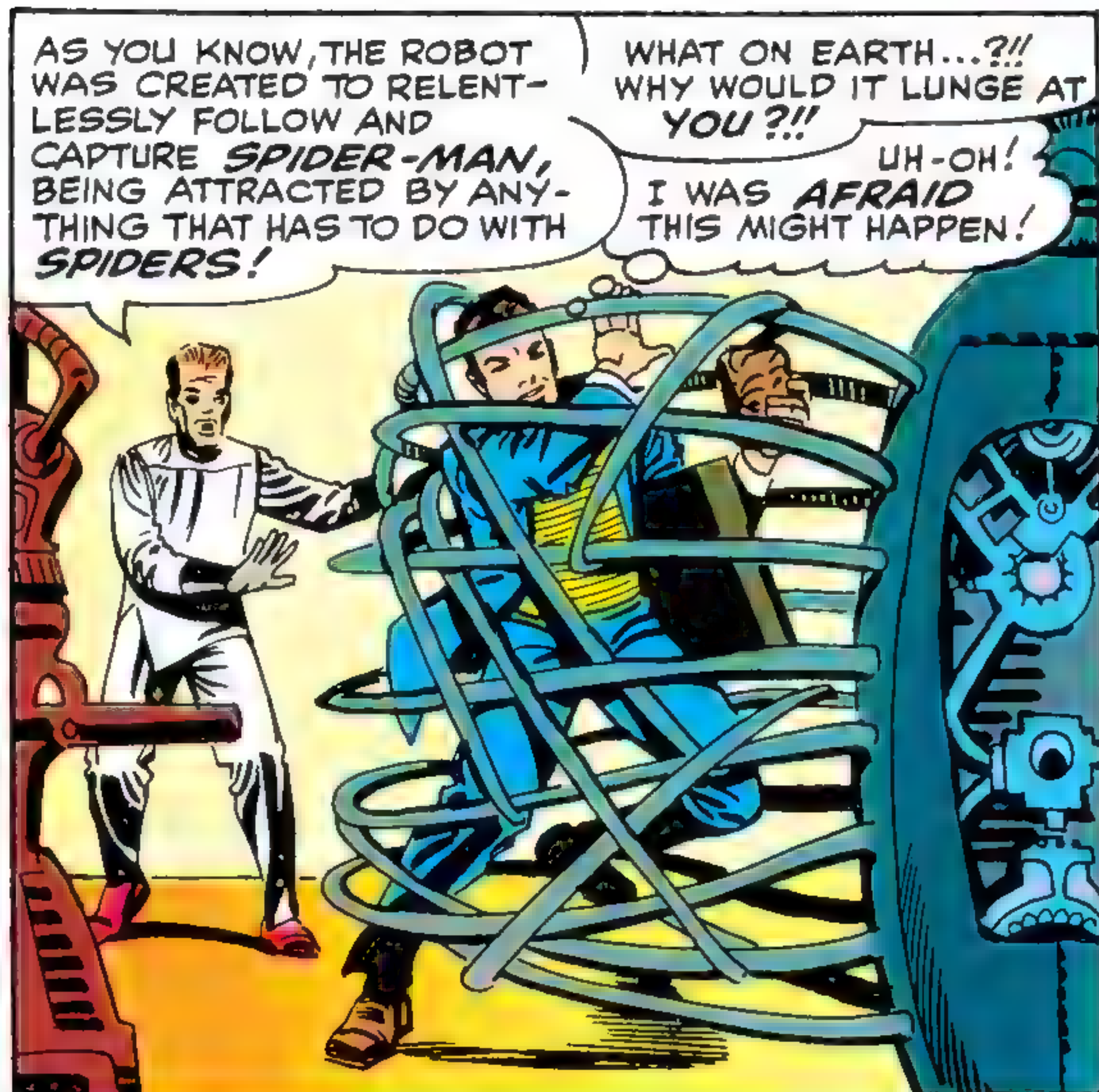
THE LAST TIME YOU USED THE ROBOT, SPIDER-MAN MANAGED TO WIN! I WAS WONDERING IF YOU'VE MADE ANY IMPROVEMENTS ON IT SINCE THEN?

NO, I HAVEN'T HAD TIME! SINCE REPAIRING IT, I'VE BEEN BUSY WITH A NEW PROJECT!

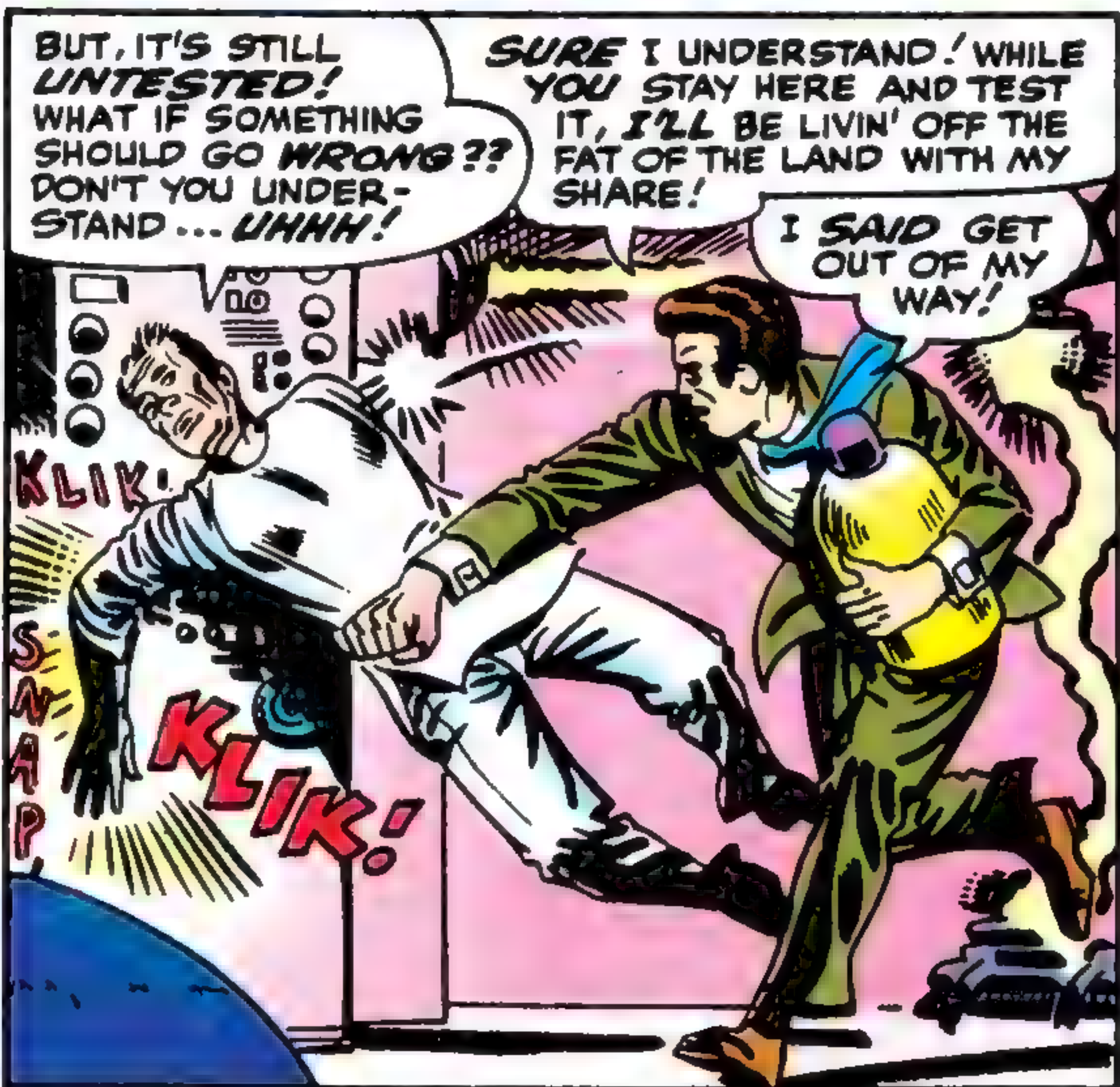
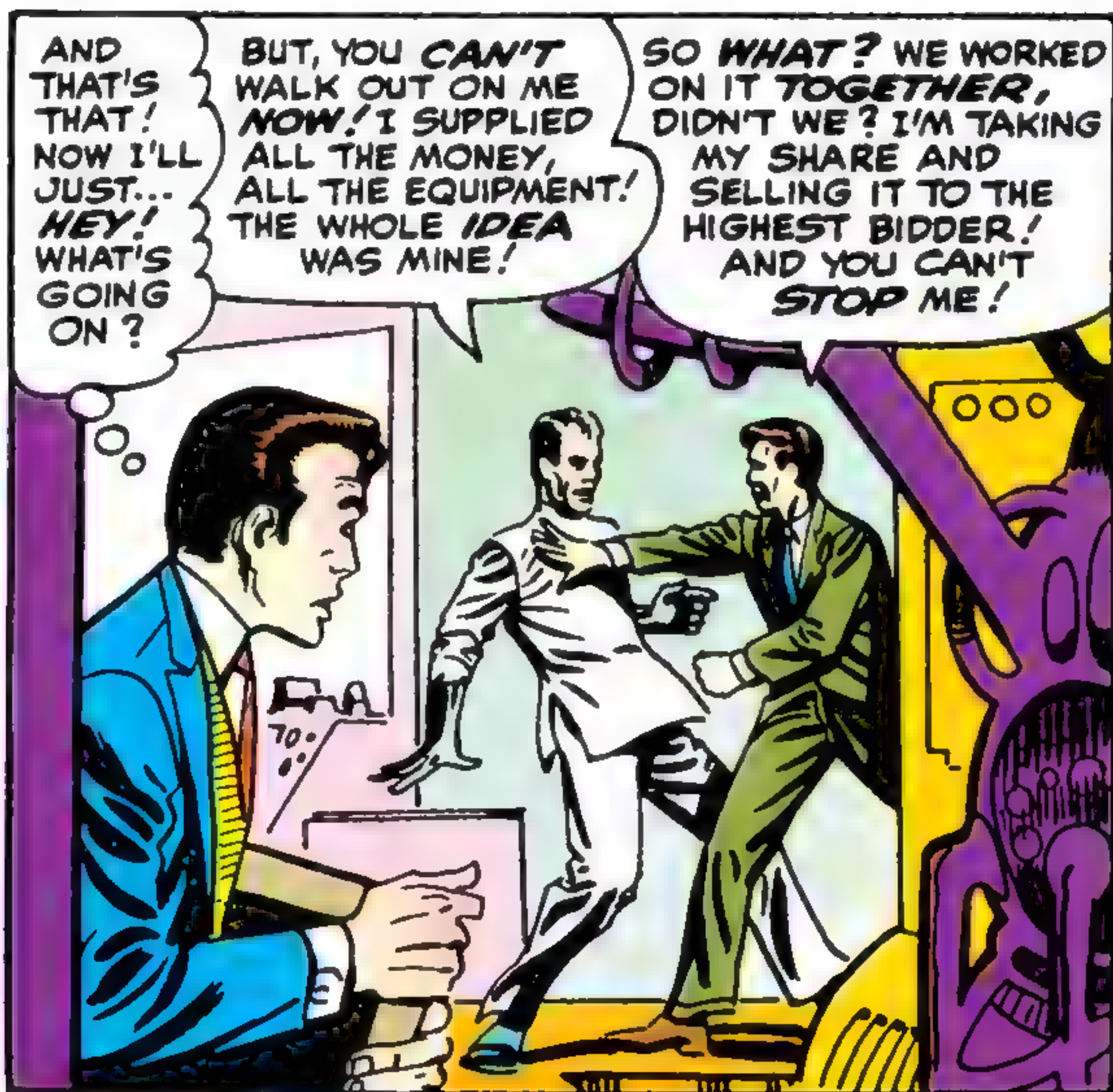
COME IN, PARKER! YOU CAN LOOK AT THE ROBOT IF YOU LIKE, WHILE I CONTINUE WHAT I WAS WORKING ON!

GOOD! JUST WHAT I WANTED!











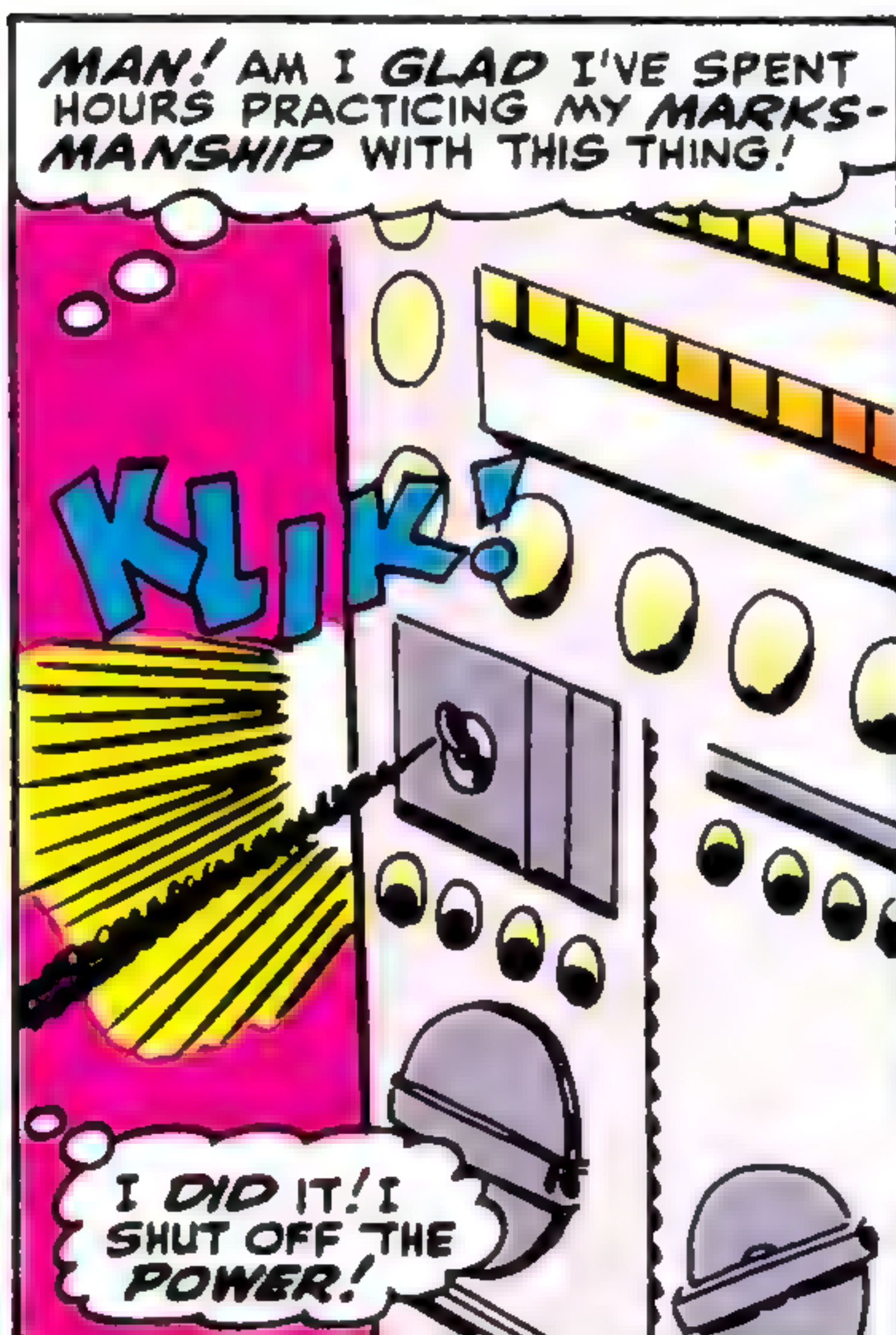






I KNOW MY *SPIDER-STRENGTH* CAN'T FREE ME FROM THESE *SPECIALLY-MADE STEEL BANDS*, BECAUSE I'VE TRIED IT BEFORE!

SO, IT'S ALL UP TO MY *LITTLE WEB-SHOOTER* NOW!



MAN! AM I GLAD I'VE SPENT HOURS PRACTICING MY *MARKSMANSHIP* WITH THIS THING!

I DID IT! I SHUT OFF THE POWER!



AND, JUST IN THE NICK OF TIME! *SMYTHE* IS COMING TO!

*RAXTON!* I'VE GOT TO STOP *RAXTON!*



LOOKS LIKE YOU'RE TOO LATE, MR. *SMYTHE*! HE KNOCKED YOU OUT AND MADE HIS ESCAPE BEFORE I COULD STOP HIM!

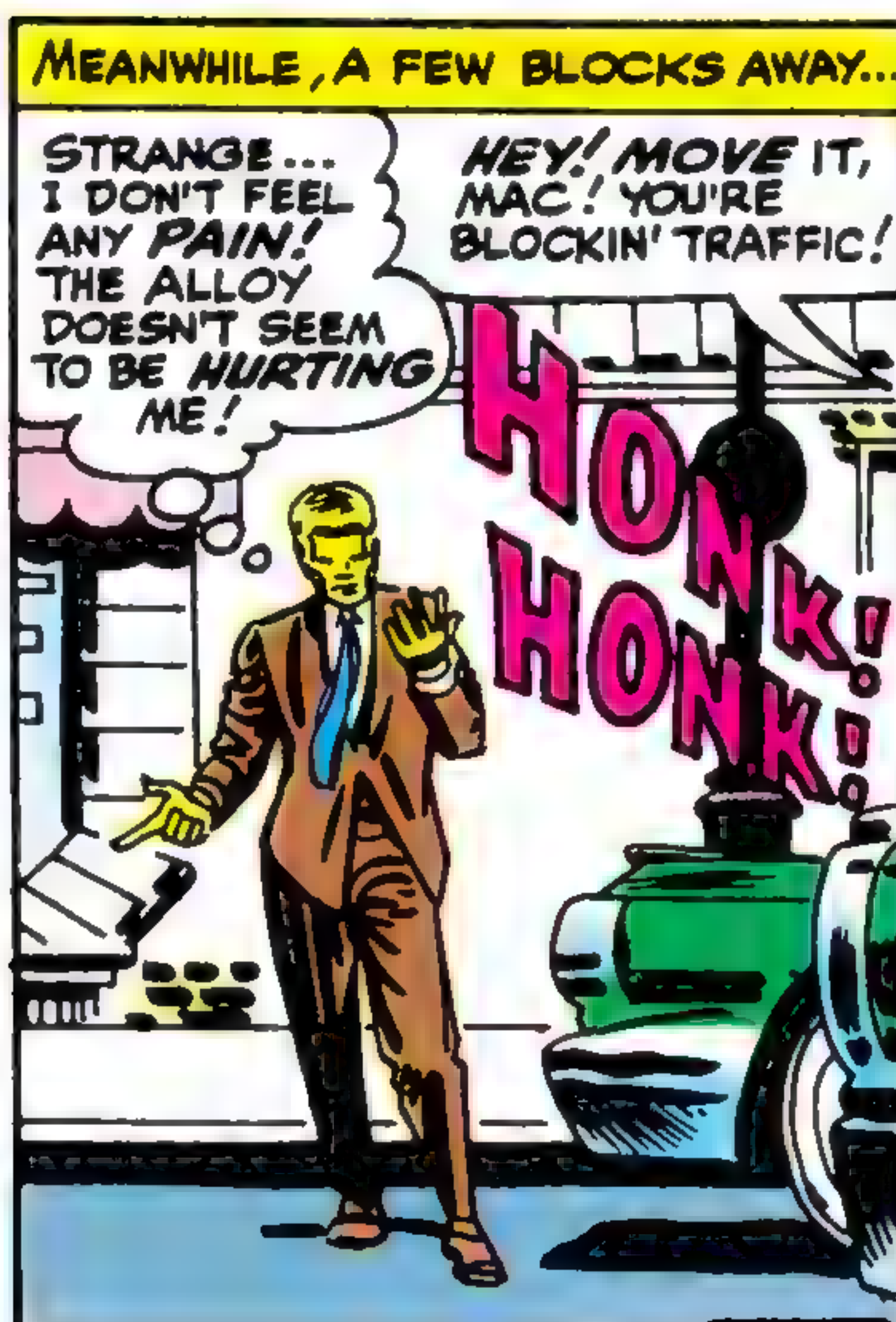
BUT HE DIDN'T GET AWAY WITH YOUR *ALLOY*... NOT IN ITS GLASS JAR, ANYWAY! IT SPILLED ALL OVER HIM!

OH, NO! ALL MY MONTHS OF WORK... DOWN THE DRAIN!



YOU'RE STILL GROGGY FROM THAT BLOW! GIVE ME *RAXTON'S* ADDRESS, AND I'LL CONTACT THE POLICE AND TELL THEM WHERE TO FIND HIM!

SURE!... I'LL GIVE YOU HIS ADDRESS! BUT, WHAT DIFFERENCE DOES IT MAKE? THE *ALLOY* IS ALL GONE NOW! ALL THAT WORK... ALL THOSE LONG WEARY HOURS... WASTED!



MEANWHILE, A FEW BLOCKS AWAY...

STRANGE... I DON'T FEEL ANY PAIN! THE *ALLOY* DOESN'T SEEM TO BE HURTING ME!

HEY! MOVE IT, *MAC*! YOU'RE BLOCKIN' TRAFFIC!



YOU DUMB-LOOKIN' *CREEP*! DON'TCHA KNOW BETTER THAN TO DO YOUR DAYDREAMIN' IN THE MIDDLE OF THE ROAD?!?!

WHO DO YOU THINK YOU'RE CALLIN' A *CREEP*?!



THEN, ALMOST WITHOUT CONSCIOUS THOUGHT, THE *MOLTEN-SKINNED* MAN LASHES OUT IN RAGE, STRIKING AT THE OBJECT NEAREST HIM...!

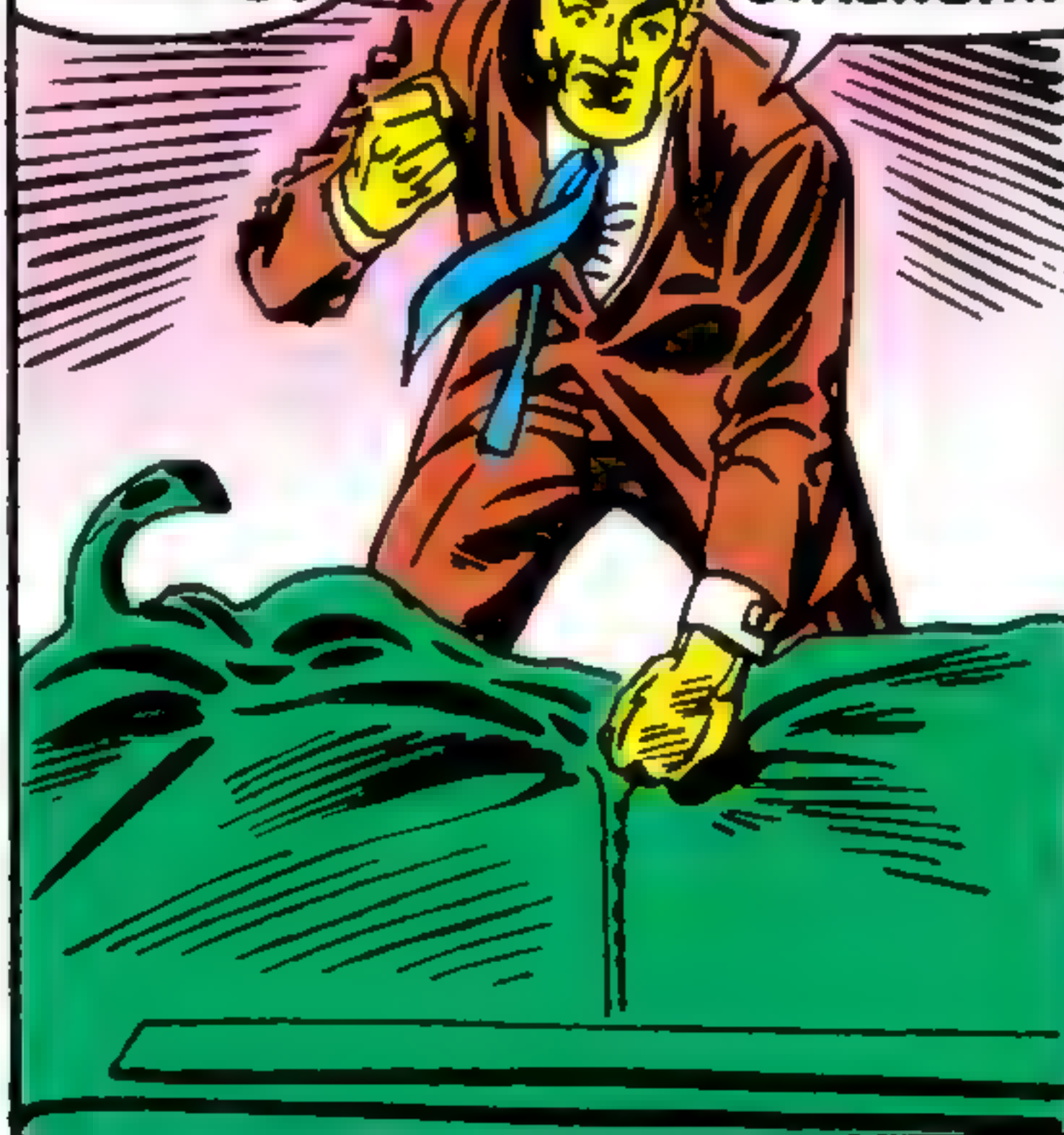
NOBODY TALKS TO ME LIKE THAT!



THEN, SLOWLY, STAGGERINGLY...THE  
AWESOME REALIZATION DAWNS....!

I BUCKLED  
THIS STEEL  
HOOD WITH  
MY BARE  
HANDS!

THE METAL ALLOY...  
IT'S GIVEN ME SOME  
FORM OF  
SUPER  
STRENGTH!

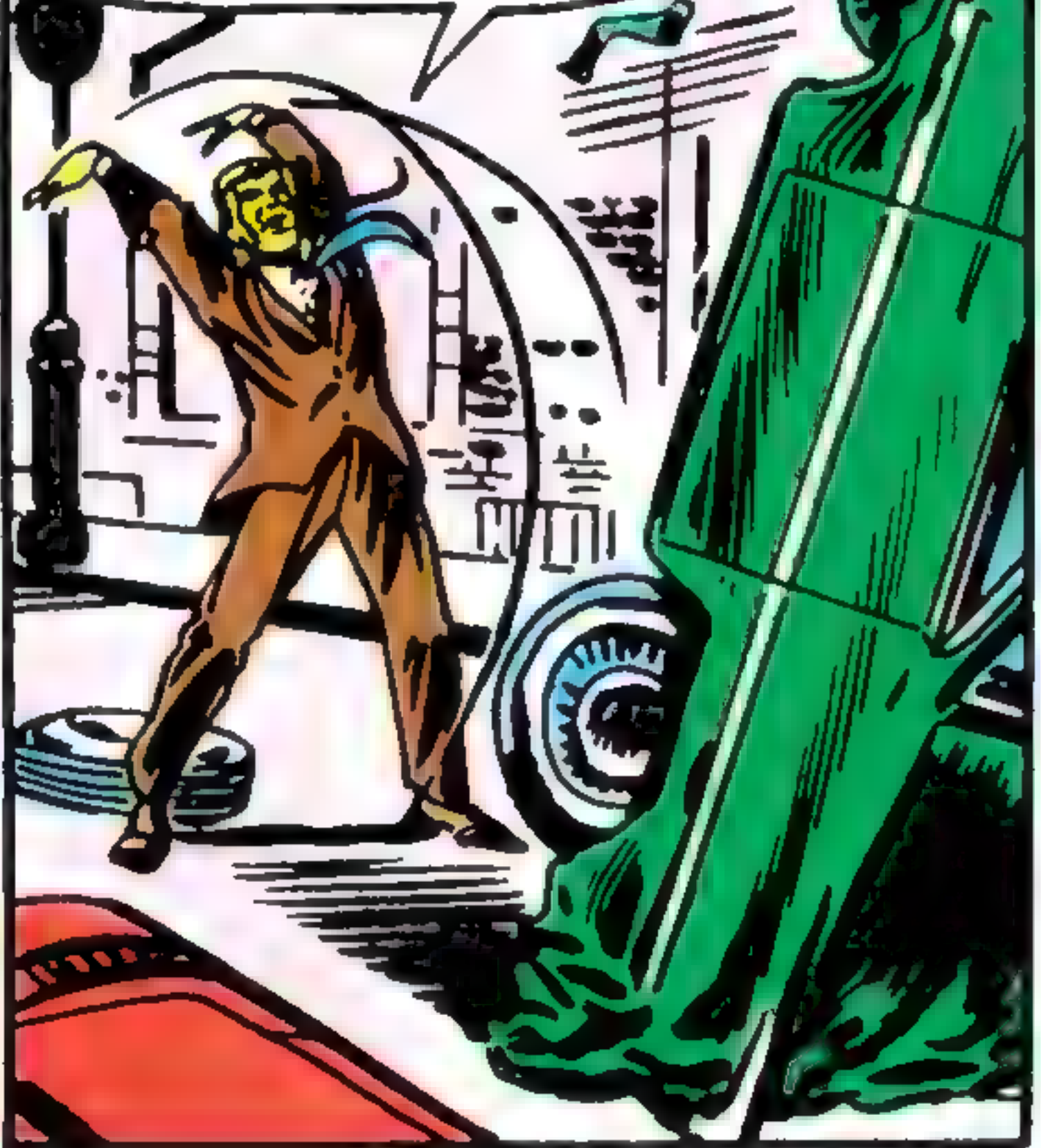


EVEN THOUGH  
MY FINGERS  
ARE STILL  
FLEXIBLE, THEY  
HAVE THE POWER  
OF SOLID  
METAL!

I CAN USE THEM  
LIKE **WEAPONS**...  
WITHOUT FEELING  
ANY PAIN !!



**HAA!** THAT FRIGHTENED  
FOOL LEAPED OUT OF HIS  
CAR AND RAN OFF! LET  
HIM GO! LET THEM ALL  
GO! THEY CAN'T HARM  
ME!



I'VE BECOME AN ACTUAL  
**MOLTEN MAN!** I CAN  
DO ANYTHING...TAKE  
ANYTHING...!

I'VE BEEN GIVEN  
**POWER!!** POWER  
BEYOND MY WILDEST  
DREAMS!



EVERYBODY... **OUT OF MY WAY!!**  
FROM NOW ON, YOU'LL **RUN** WHEN  
YOU SEE ME COMING! NO  
ONE CAN STAND UP TO THE  
**MOLTEN MAN!**



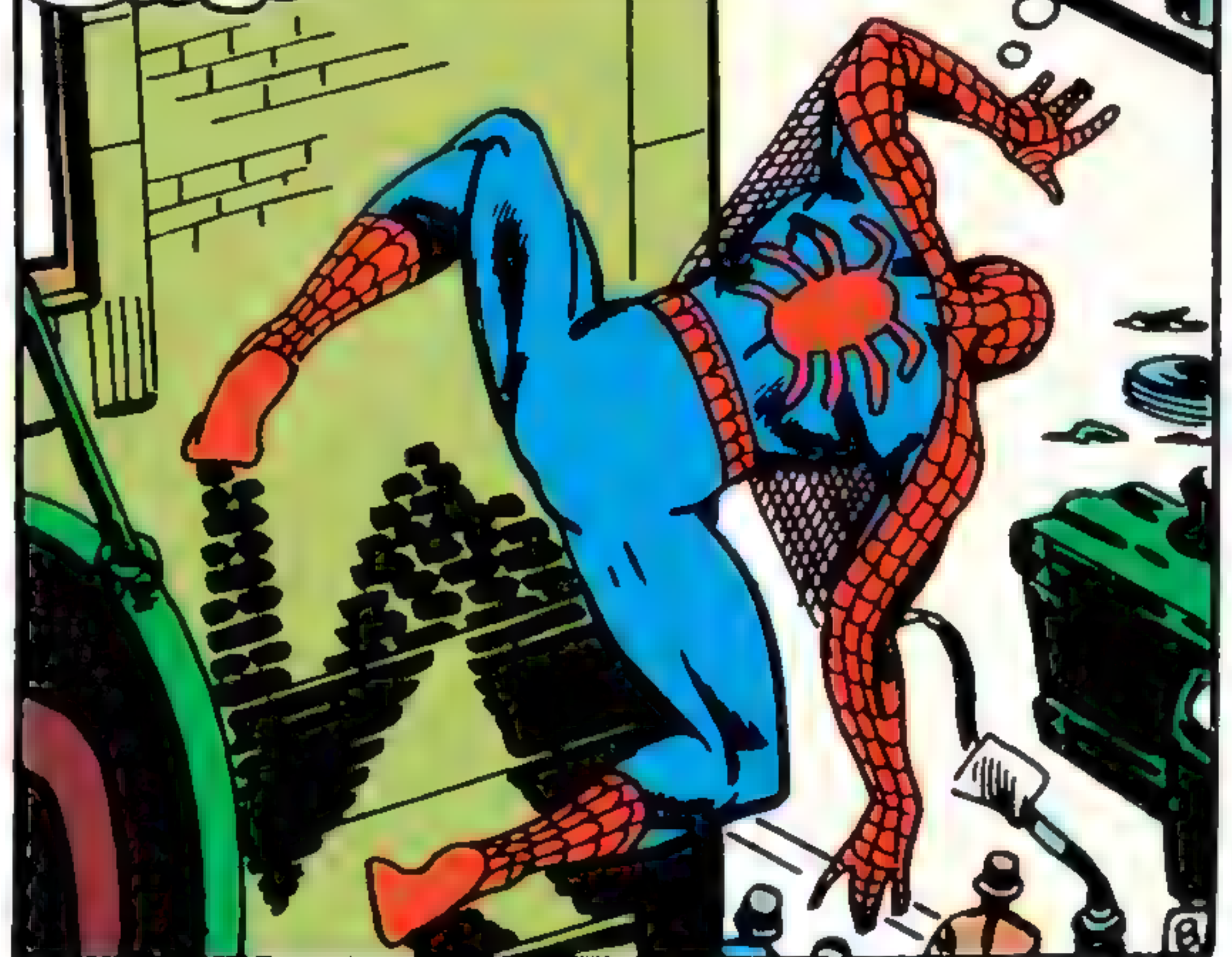
BUT, A FEW BLOCKS AWAY, A COLORFUL FIGURE  
EFFORTLESSLY SWINGS OVERHEAD, SUPREME  
CONFIDENT IN HIS DRAMATIC, ORIGINAL COSTUME....!

NOW THAT SMYTHE TOLD ME WHERE RAXTON  
LIVES, I'LL HEAD FOR HIS APARTMENT AND  
SEE IF HE'S REACHED THERE YET!

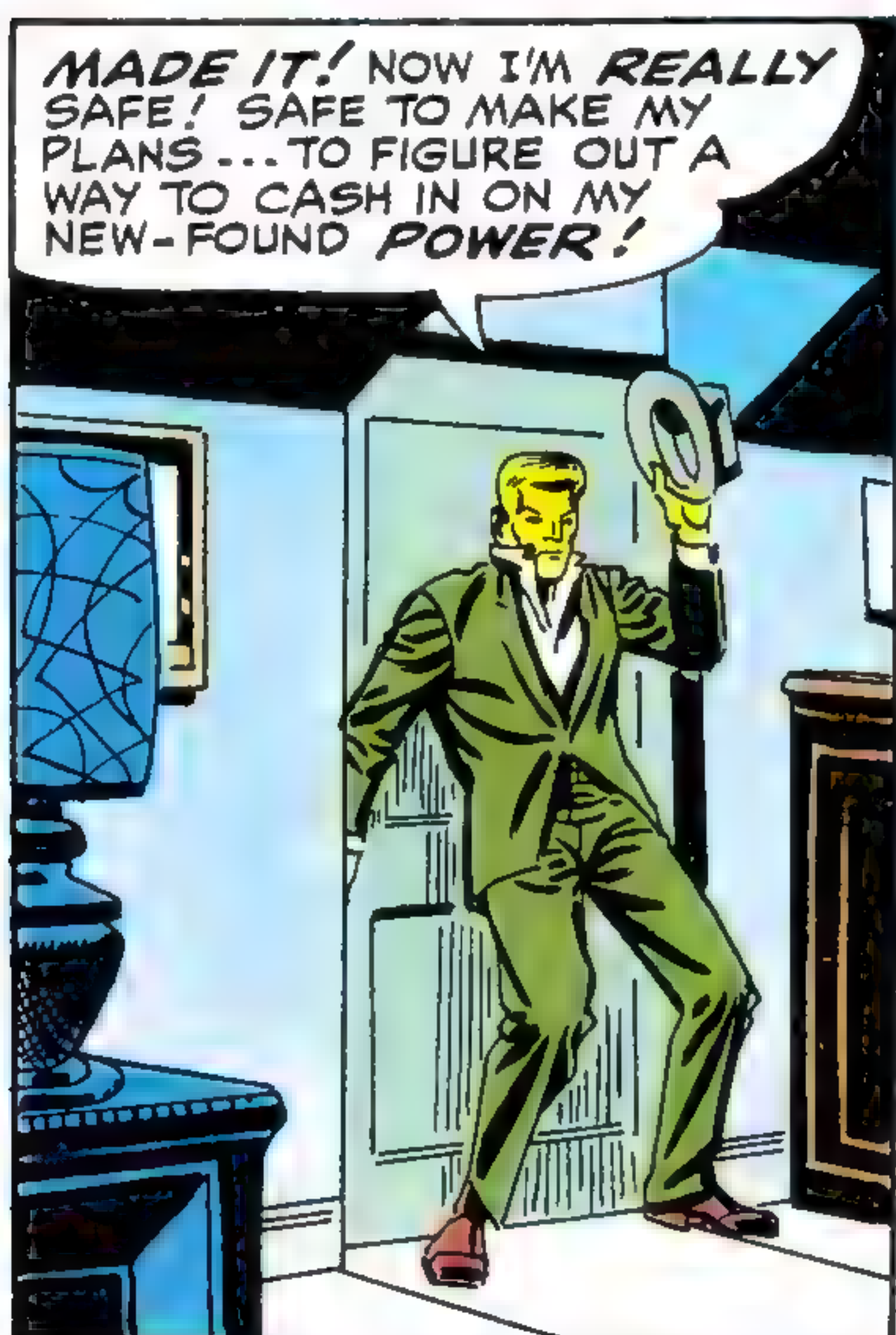


**WOW!** WHAT  
HAPPENED  
DOWN  
THERE ?!

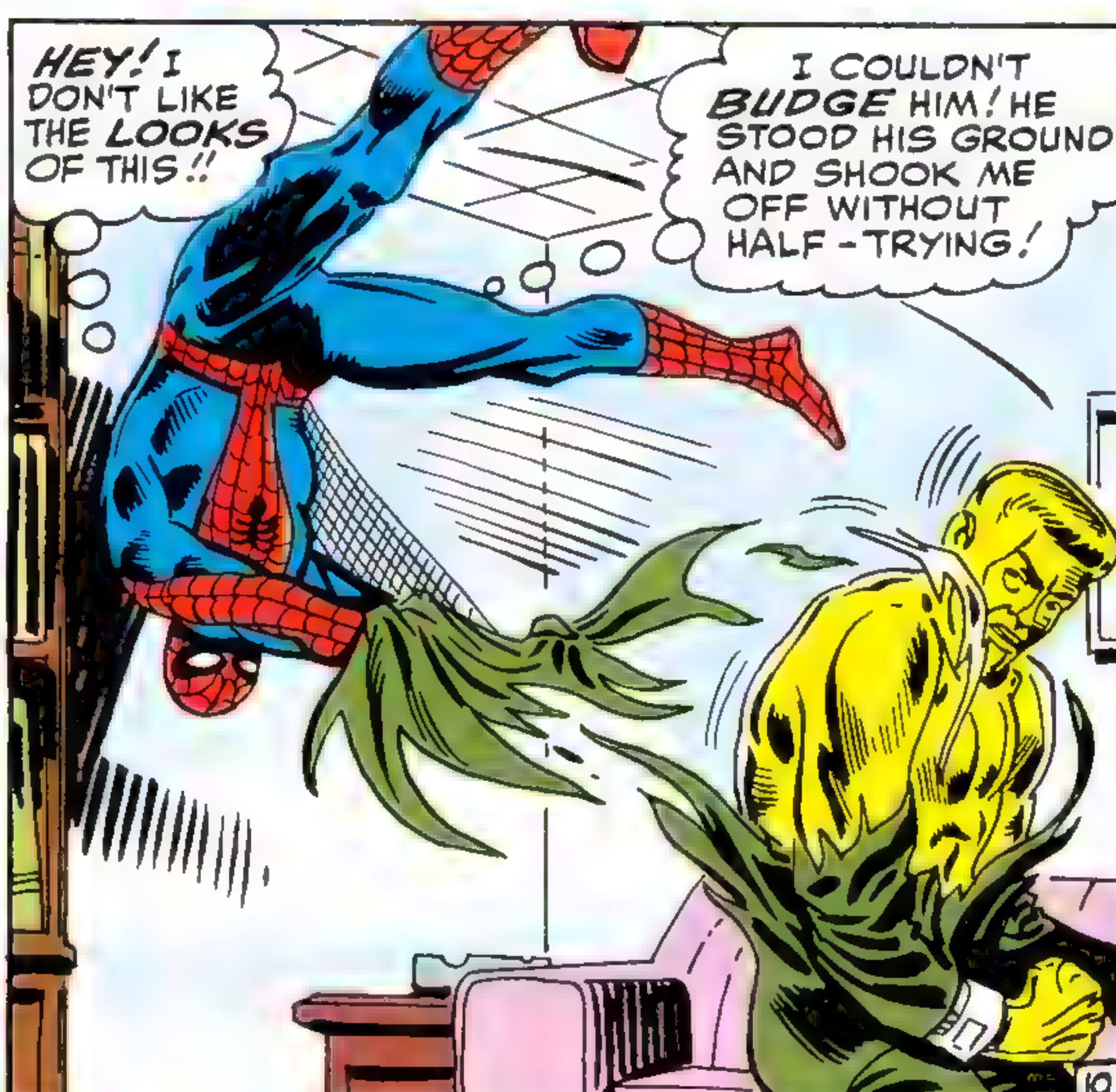
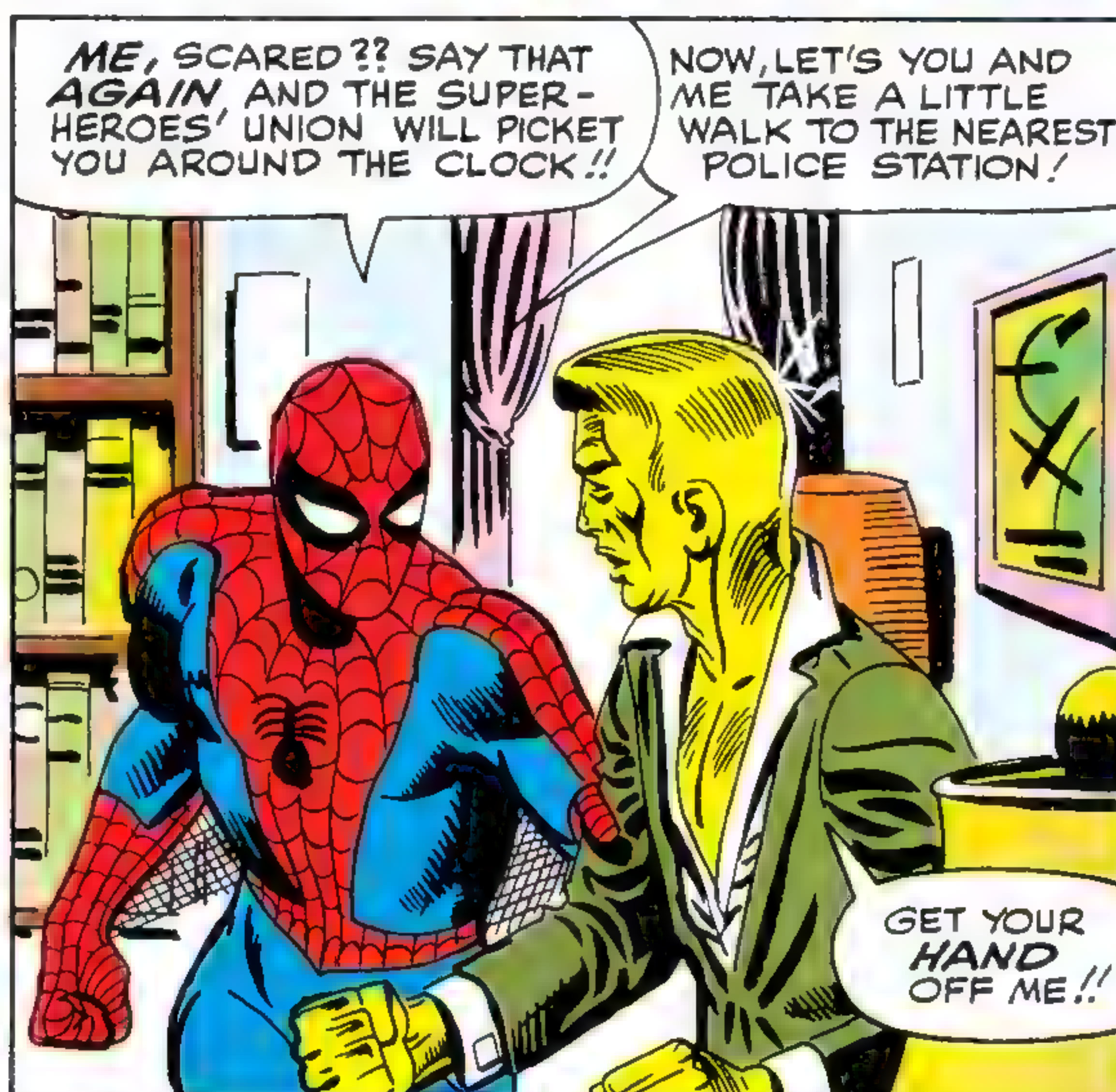
I HEARD THE CROWD MENTION A  
MAN WITH **MOLTEN SKIN!** CAN  
RAXTON HAVE DONE THAT ??!



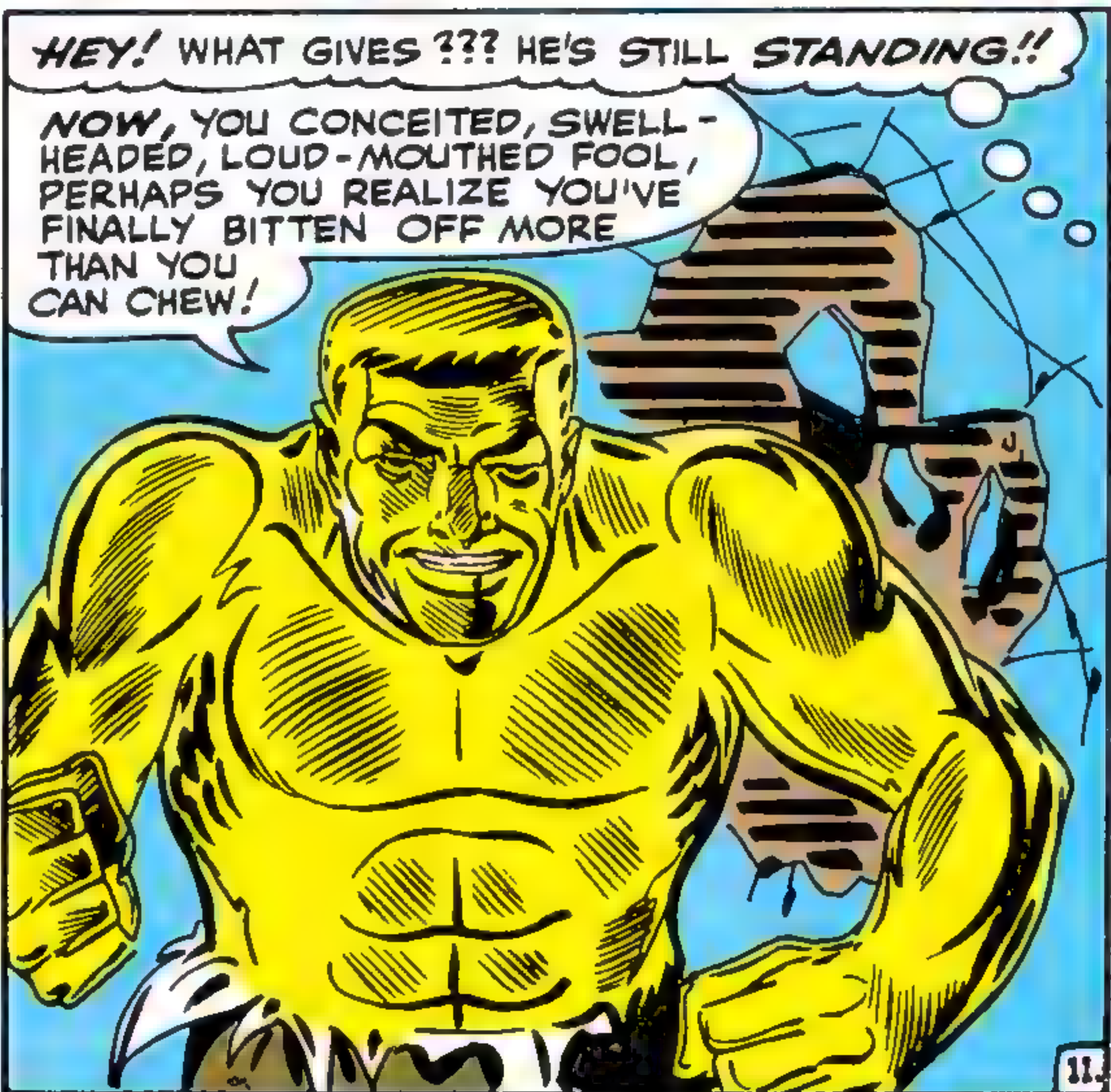




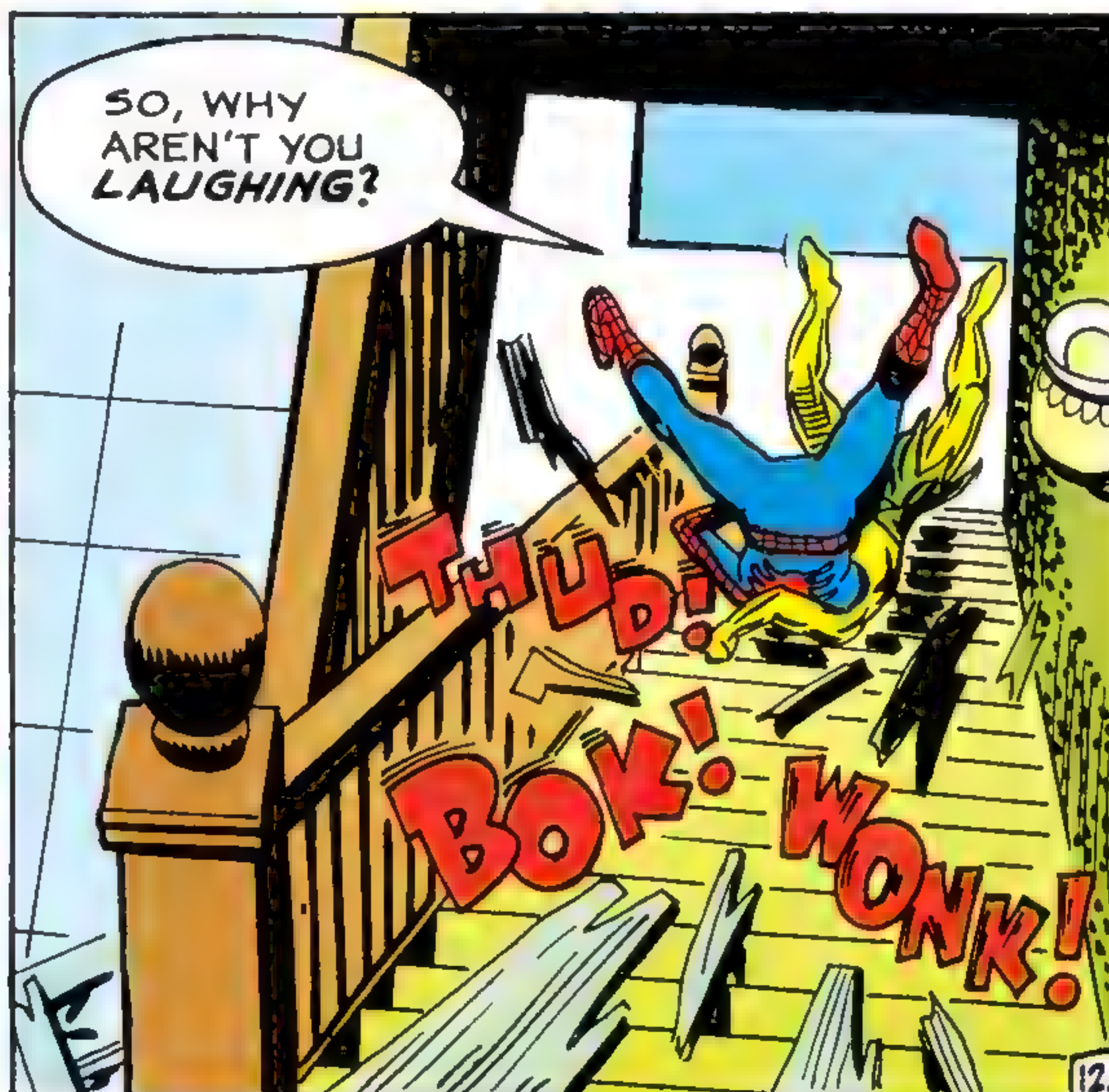
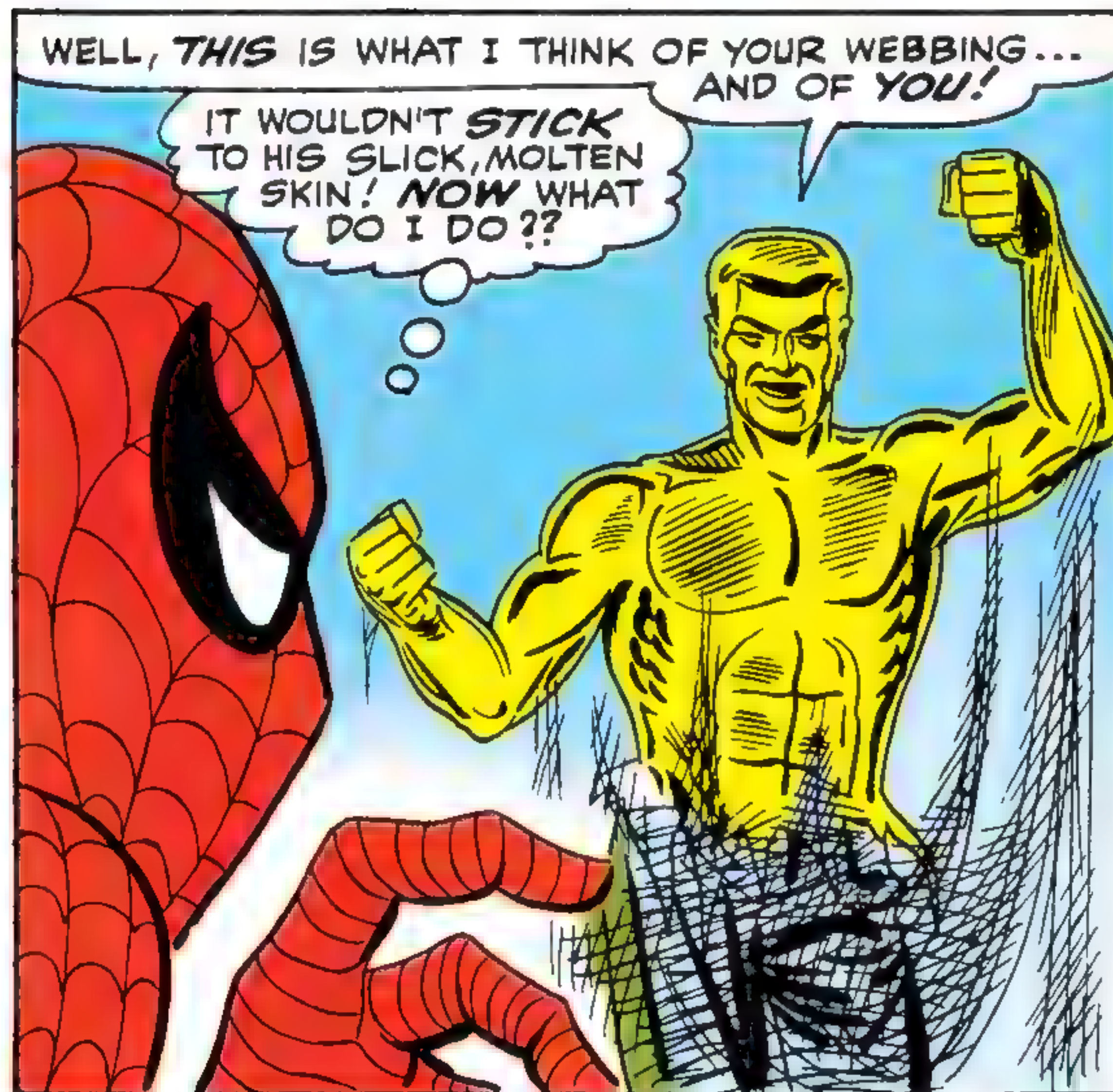




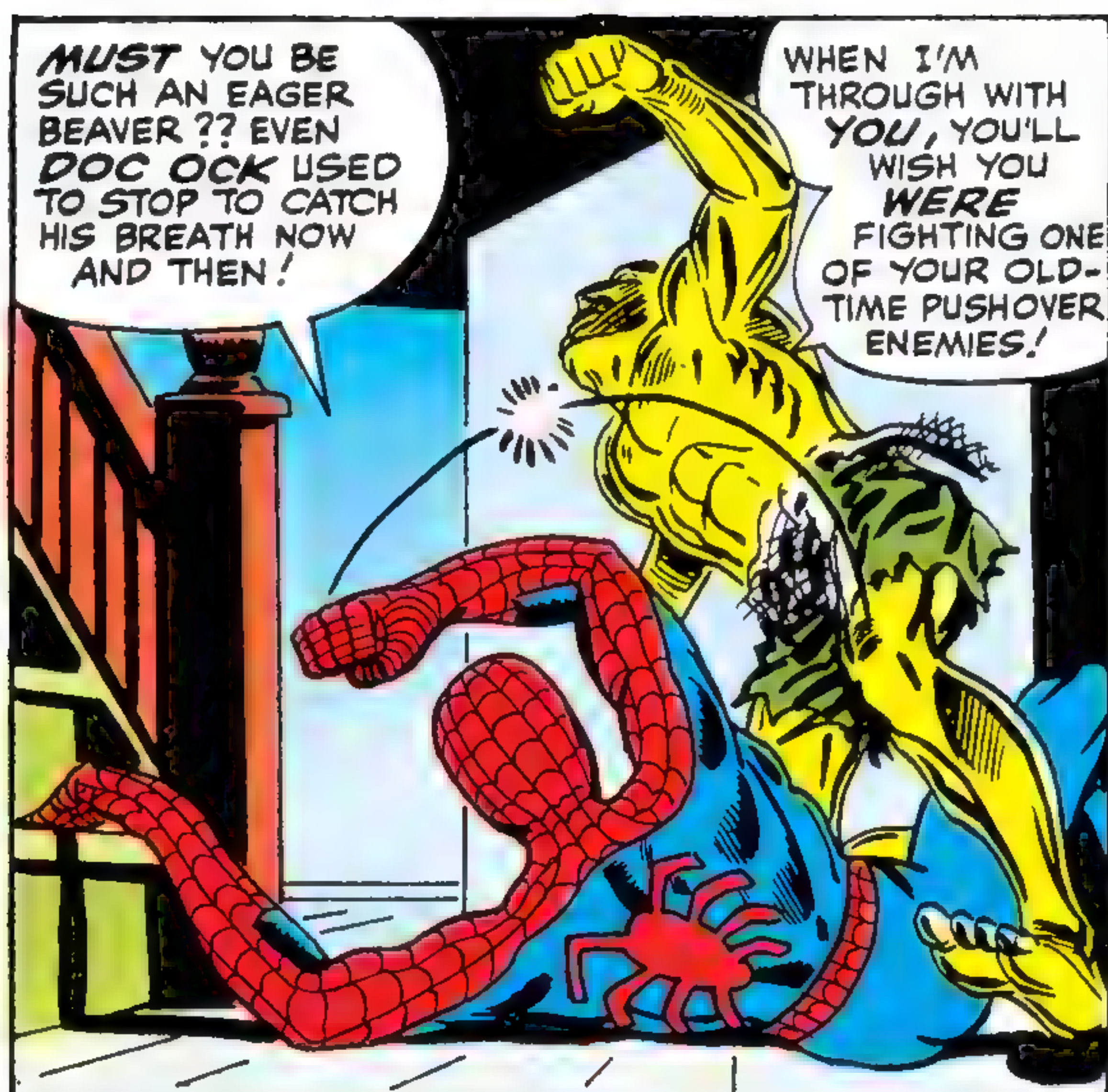




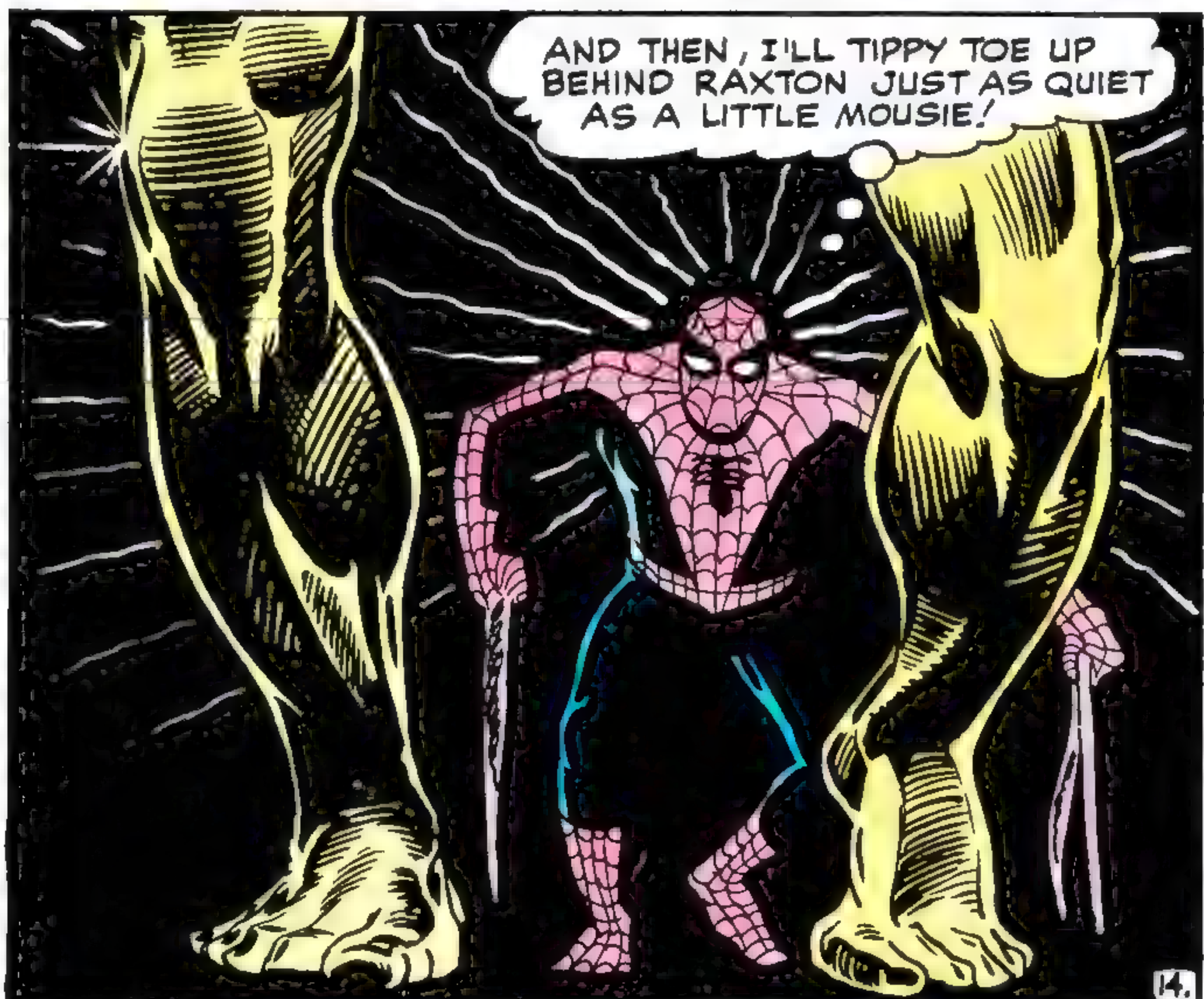




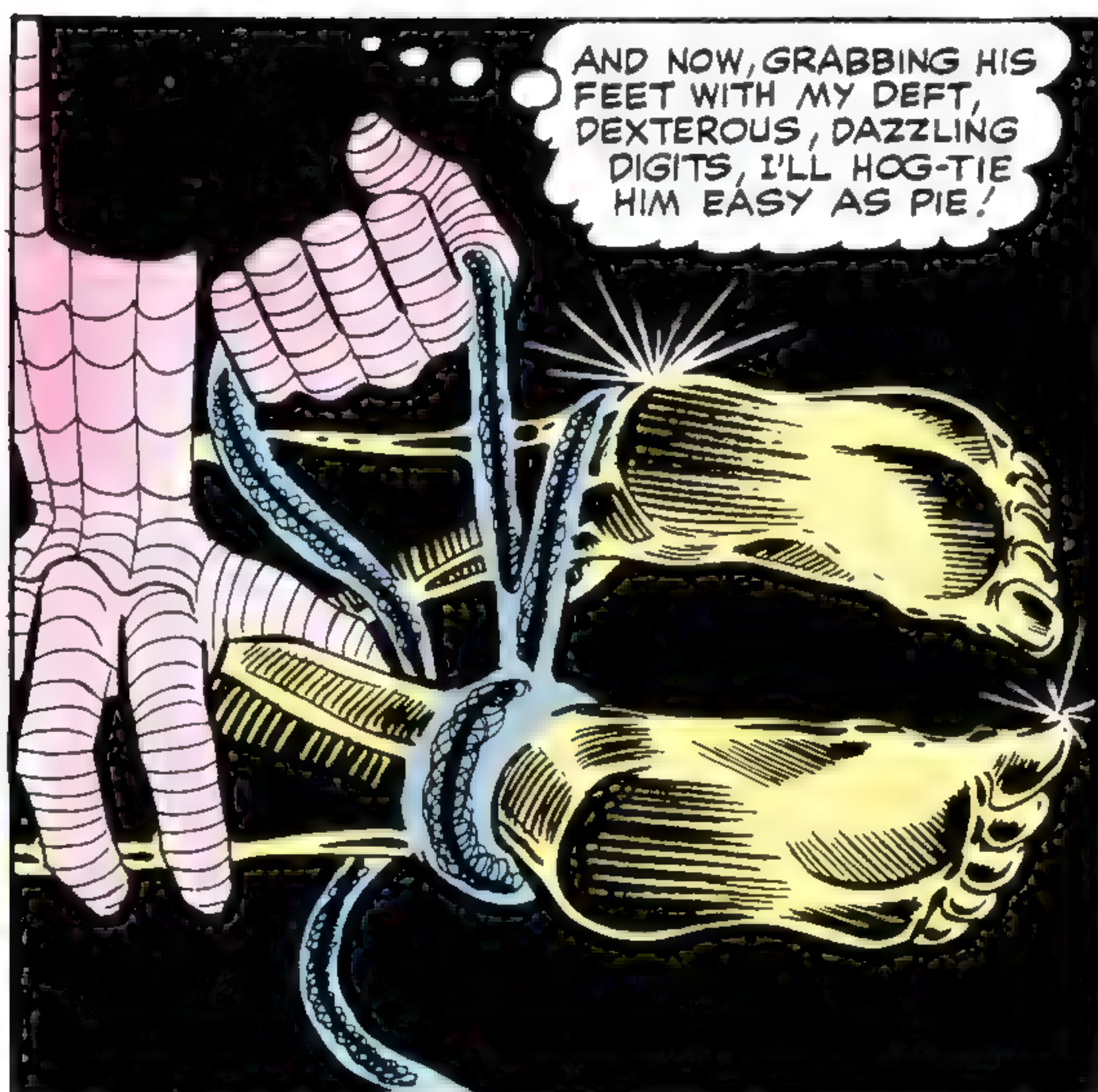








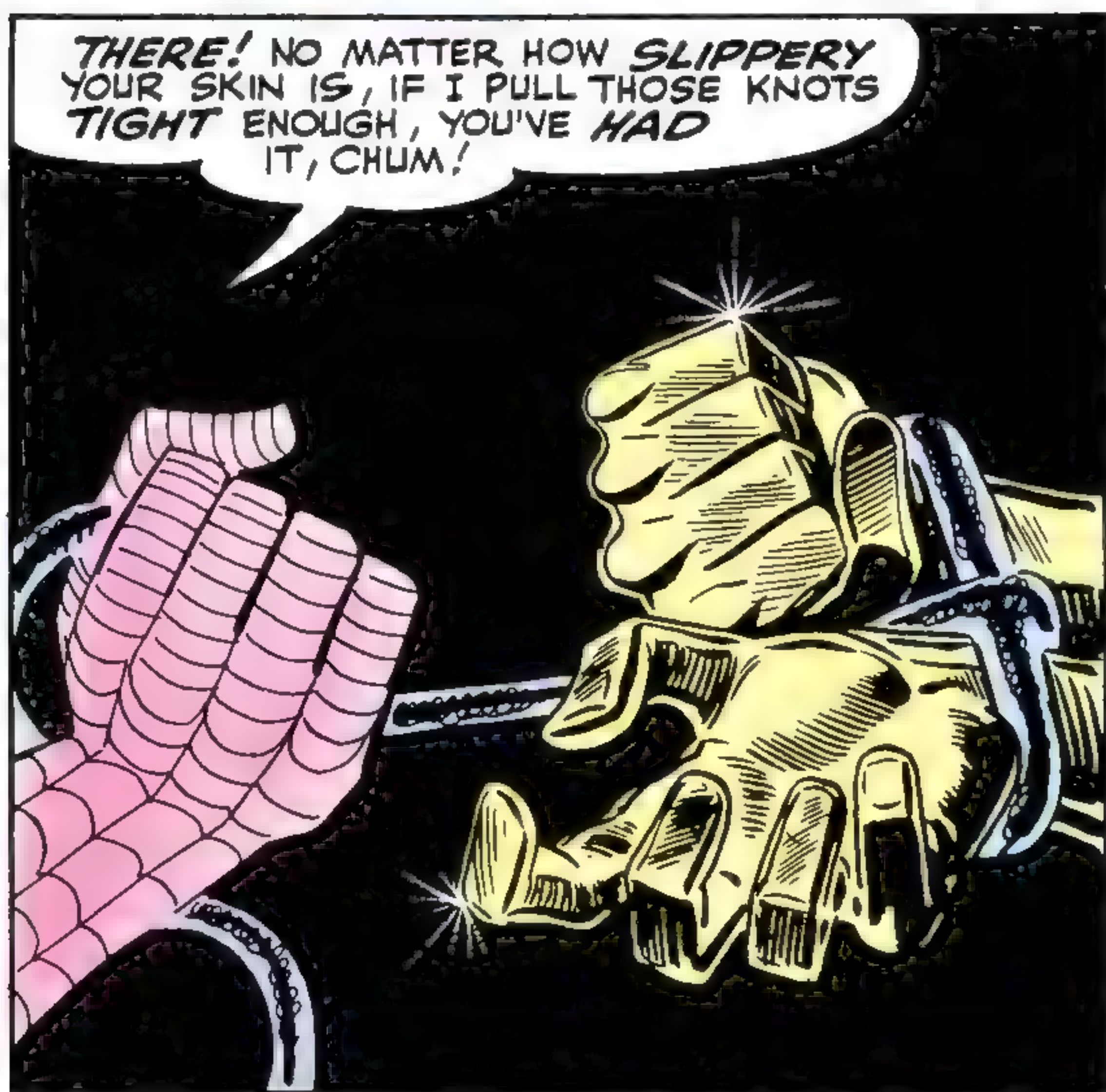




AND NOW, GRABBING HIS FEET WITH MY DEFT, DEXTEROUS, DAZZLING DIGITS, I'LL HOG-TIE HIM EASY AS PIE!



UH UH! YOU SHOULDN'T HAVE REACHED OVER HERE TO GRAB ME! I HAD THIS LITTLE LOOP ALL WAITING FOR YOU!



THERE! NO MATTER HOW **SLIPPERY** YOUR SKIN IS, IF I PULL THOSE KNOTS **TIGHT** ENOUGH, YOU'VE **HAD** IT, CHUM!



I SUPPOSE YOU THINK I'M **HELPLESS** NOW, HUH?

HEAVENS, NO! YOU CAN STILL FLUTTER YOUR EYELIDS!

NOW GIVE YOUR TONSILS A REST WHILE I DRAG YOU **OUT** OF HERE!



HE **IS** SLIPPERY! WHILE I WAS HAULING HIM UP THE STEPS, HE WAS LOOSENING MY WEBBING AGAIN!

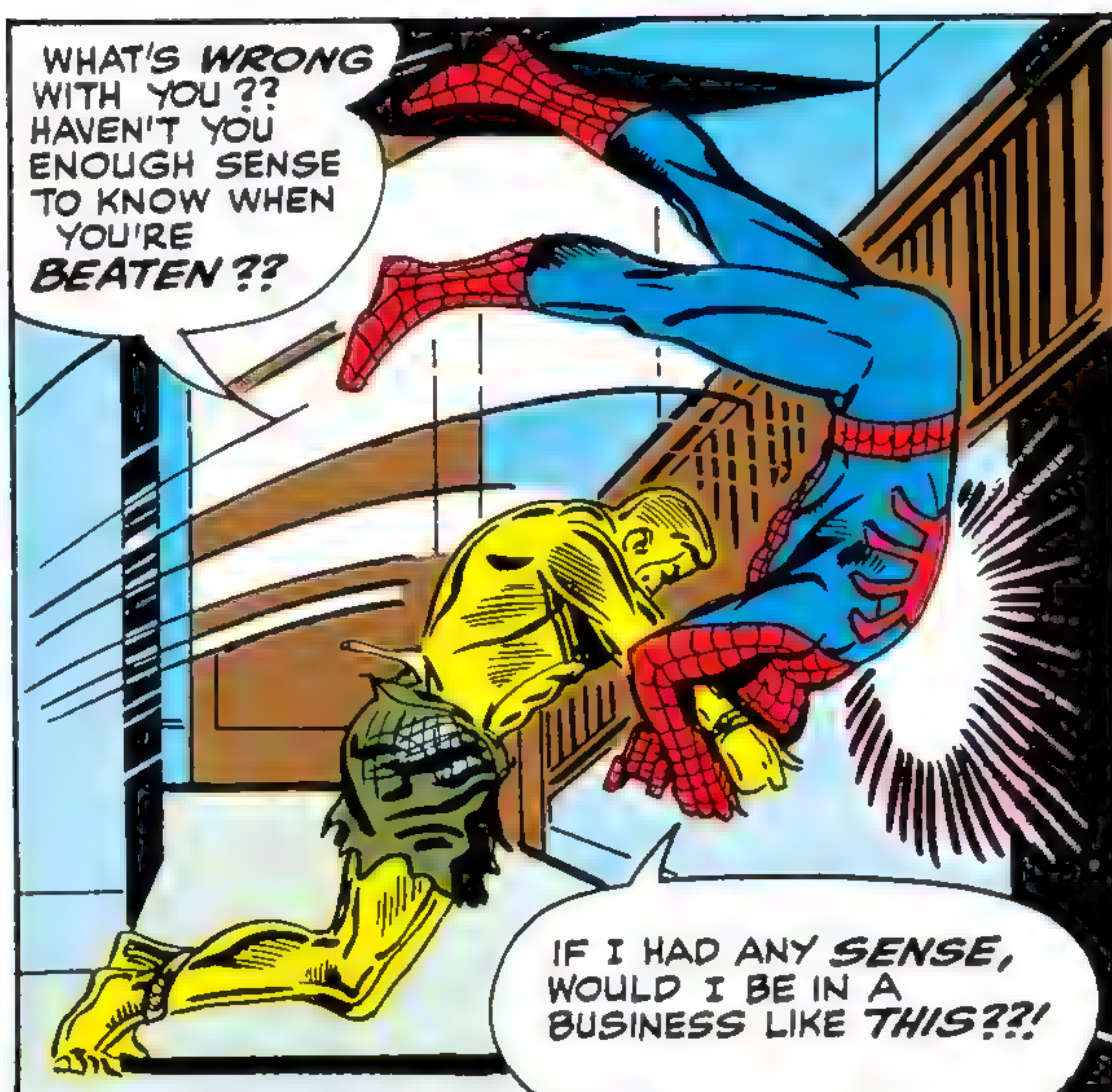
**HOLD IT, GOLDEN BOY!** YOU'RE NOT WIGGLING OUT OF THAT WEBBING A SECOND TIME!



THERE! YOUR HELPFUL OL' SPIDER-MAN WILL MAKE IT ALL NICE AND SNUG AGAIN!

**SAY!** YOU OUGHTTA DO SOMETHING ABOUT THOSE **CALLOUSES!** MAYBE THE LAUNDRY DETERGENT YOU'VE BEEN USING IS TOO HARSH!







THUS, A SHORT TIME LATER, AT THE HAPPY, HUMBLE, MORTGAGED HOME OF PETER PARKER...

AUNT MAY! AREN'T YOU READY YET? THE GRADUATION CEREMONY STARTS IN A LITTLE WHILE!

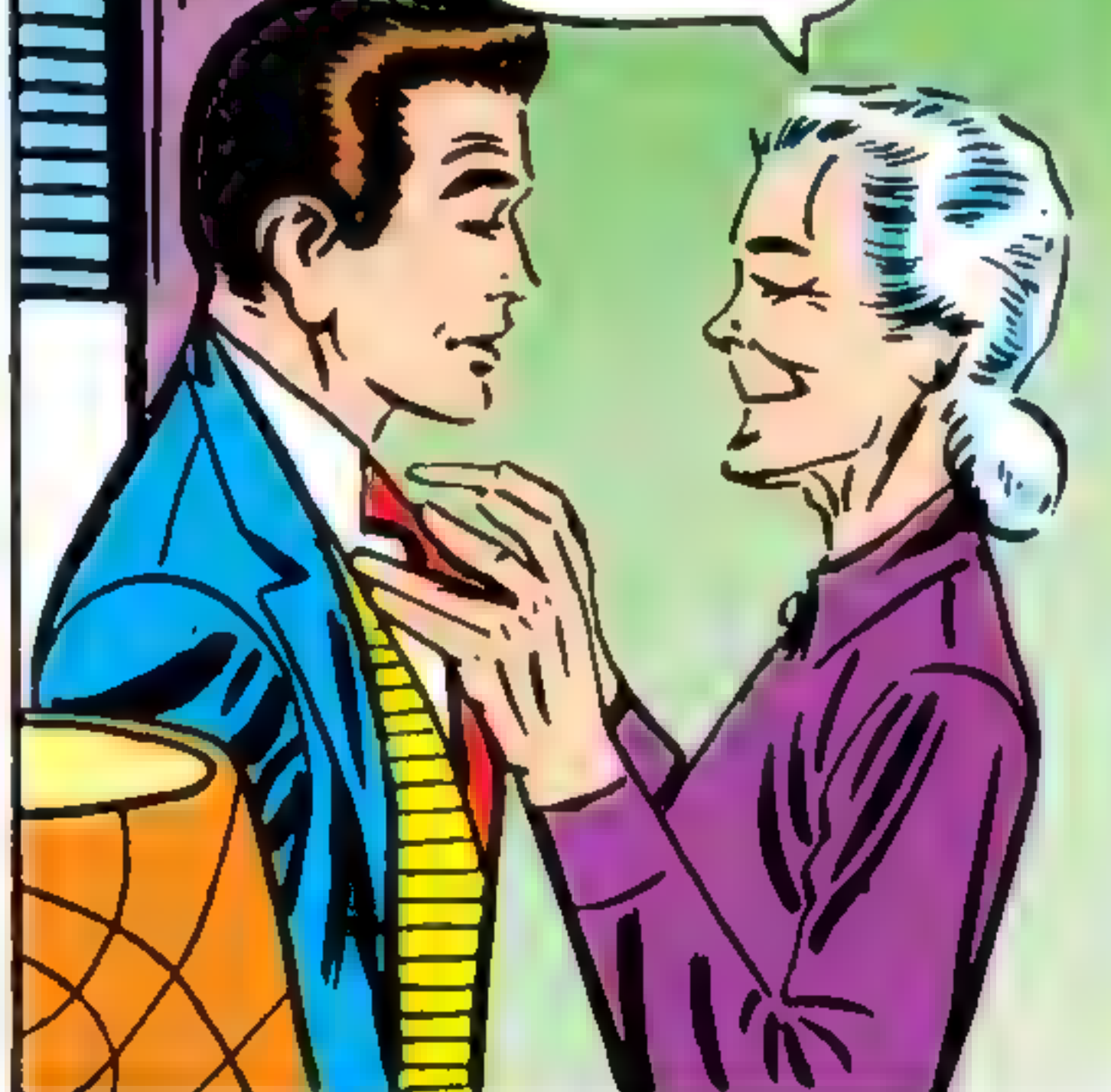
YOU RUN ALONG, PETER DEAR! I'LL BE GOING WITH MRS. WATSON IN A HALF HOUR!



I KNOW YOU HAVE TO BE THERE EARLY, IN ORDER TO GET ALL PREPARED FOR THE BIG MOMENT!

OH, PETER, YOUR UNCLE BEN WOULD HAVE BEEN SO PROUD OF YOU!

MY LITTLE BOY... GRADUATING WITH HONORS!



WELL, IF "YOUR LITTLE BOY" DOESN'T GET GOING, HE'S LIABLE TO MISS THE WHOLE THING! DON'T BE LATE NOW, HEAR?

TO MY OWN NEPHEW'S GRADUATION? OH, PETER!



AND, THEN, AT MIDTOWN HIGH, THE BIG MOMENT FINALLY ARRIVES...

Y'KNOW, I AUTOMATICALLY FEEL 200% SMARTER WITH THIS CRAZY PANCAKE ON MY DOME!

I ALWAYS SAID YOU HAD A FLAT HEAD, CHARLIE, AND NOW WE KNOW IT!

ALL RIGHT, STUDENTS! IT'S TIME TO ASSEMBLE! SINGLE FILE, PLEASE...!



LOOK, MAY! THERE HE IS! IT'S PETER!

OH! ISN'T HE HANDSOME! LET'S WAVE TO HIM, DEAR!

THERE'S AUNT MAY, AND MRS. WATSON! BUT, BETTY BRANT ISN'T HERE! SHE MUST BE MORE ANGRY WITH ME THAN I THOUGHT!\*



\*AS WE SAW IN SPIDEY #25 AND #26... STAN.

WE'LL SPARE YOU THE EXACT TEXT OF PRINCIPAL DAVIS' SPEECH, BECAUSE IT'S PRETTY MUCH LIKE EVERY OTHER HIGH SCHOOL GRADUATION SPEECH, EXCEPT FOR THIS PART...

AND NOW, I'M PROUD TO ANNOUNCE OUR TWO SCHOLARSHIP AWARDS TO EMPIRE STATE UNIVERSITY, HERE IN NEW YORK CITY!

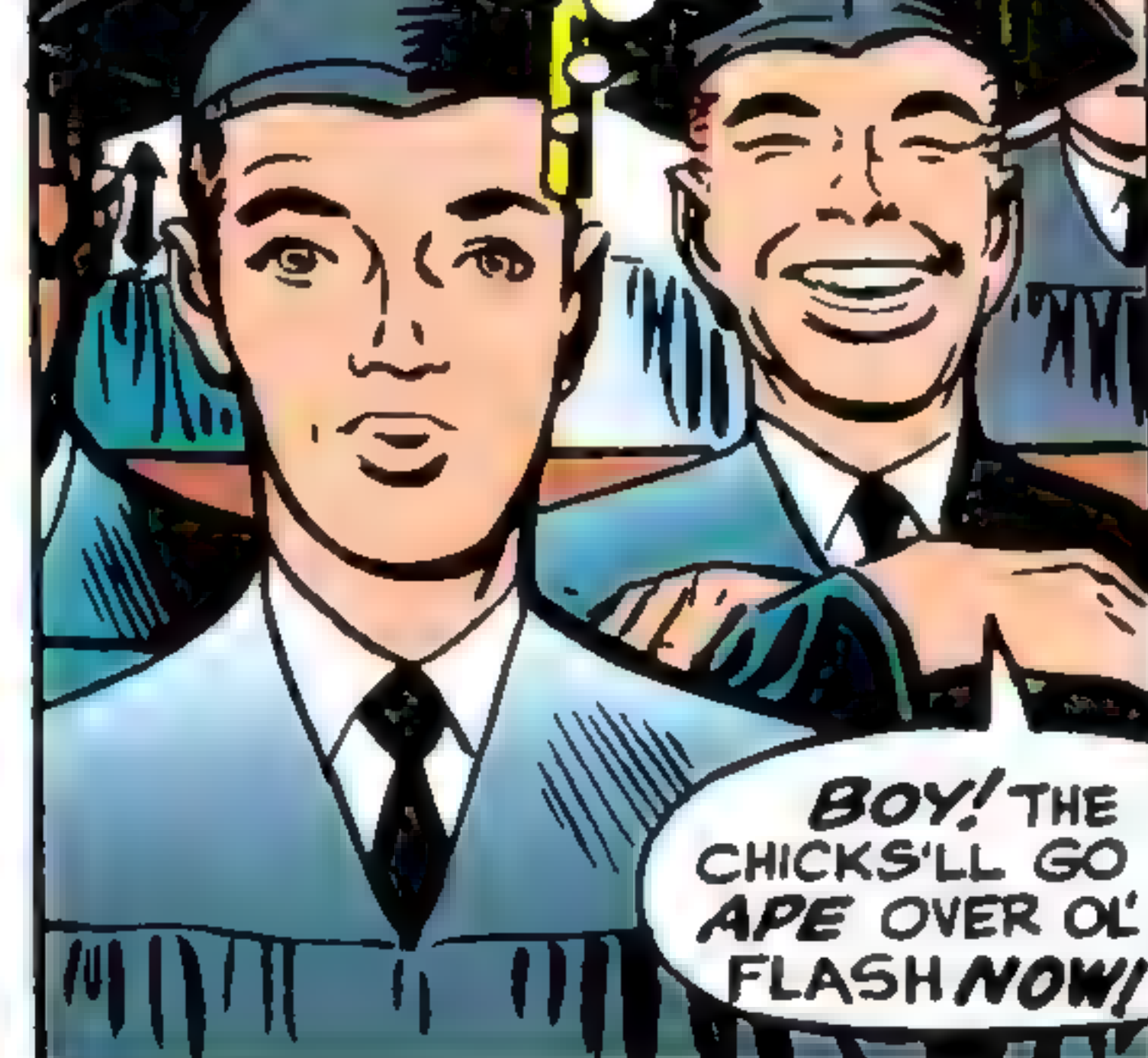
FOR PROFICIENCY IN ATHLETICS, OUR WINNER IS FLASH THOMPSON!

YIPPEE!



AND, FOR ACHIEVING THE HIGHEST SCHOLASTIC AVERAGE IN OUR SCHOOL'S HISTORY, A SCIENCE SCHOLARSHIP IS AWARDED TO PETER PARKER!

I DID IT!! THIS MEANS I CAN GO TO COLLEGE... FREE! GOSH, IT'S LIKE A DREAM COME TRUE!



OUR GUEST SPEAKER IS THAT GREAT CIVIC LEADER AND JOURNALIST, MR. J. JONAH JAMESON, PUBLISHER OF THE "DAILY BUGLE"!

GROAN!!

ECHHE THEY'RE MAKING US GET OUR DIPLOMAS THE HARD WAY!





AHEM...UNACCUSTOMED AS I AM TO PUBLIC SPEAKING, I SHALL NEVERTHELESS TELL YOU ABOUT MYSELF, WHEN I WAS YOUNG.. TO INSPIRE YOU TO REACH MY PINNACLE OF GREATNESS....!

SOMEONE GIVE ME AN ASPIRIN! I'M GONNA BE SICK!

YOU'LL NEED MORE THAN ONE! HE GETS WORSE AS HE GOES ALONG!

IS THAT A SMILE, OR, IS HE WEARING A FRIGHT MASK?

GOSH, LIZ IS STILL DOWN IN THE DUMPS! I'VE NEVER SEEN HER THAT WAY BEFORE! I WONDER WHAT'S WRONG?

LUCKILY, ALL THINGS COME TO AN END...EVEN SPEECHES BY J. JONAH JAMESON! AND SO, WHEN THE COMMENCEMENT IS FINALLY OVER...

THE ONLY THING THAT WOULD'VE MADE EVERYTHING REALLY PERFECT WOULD HAVE BEEN IF THEY HAD SPIDER-MAN MAKE THAT SPEECH INSTEAD OF OL' PRUNE-FACE!

PETER, DEAR, I JUST CAN'T TELL YOU HOW PROUD I AM THAT YOU WON THAT SCIENCE SCHOLARSHIP! THIS MEANS YOU'LL BE ABLE TO HAVE THE COLLEGE EDUCATION YOU'VE ALWAYS DREAMED OF!

THAT'S ALL I NEED! ANOTHER GIRL IN MY LIFE, TO COMPLICATE THINGS EVEN MORE!

AND I'LL NEVER BE ABLE TO REPAY YOU FOR ALL YOU'VE DONE TO HELP ME, AUNT MAY!

I CAN'T WAIT TO DASH HOME AND TELL MY DAUGHTER, MARY JANE, ABOUT IT! SHE'LL BE SO THRILLED!

LIFE HASN'T ALWAYS BEEN EASY, PETER, SINCE YOUR UNCLE BEN DIED, BUT SOMEHOW, THIS MAKES ALL THE SACRIFICES SEEM SO...WORTH-WHILE!

THERE'S PARKER! HE SOLD SOME PHOTOS TO A RIVAL PAPER THE OTHER DAY! I'VE GOT TO WIN HIM BACK TO THE BUGLE AGAIN!

WELL...HEL-LO, THERE!

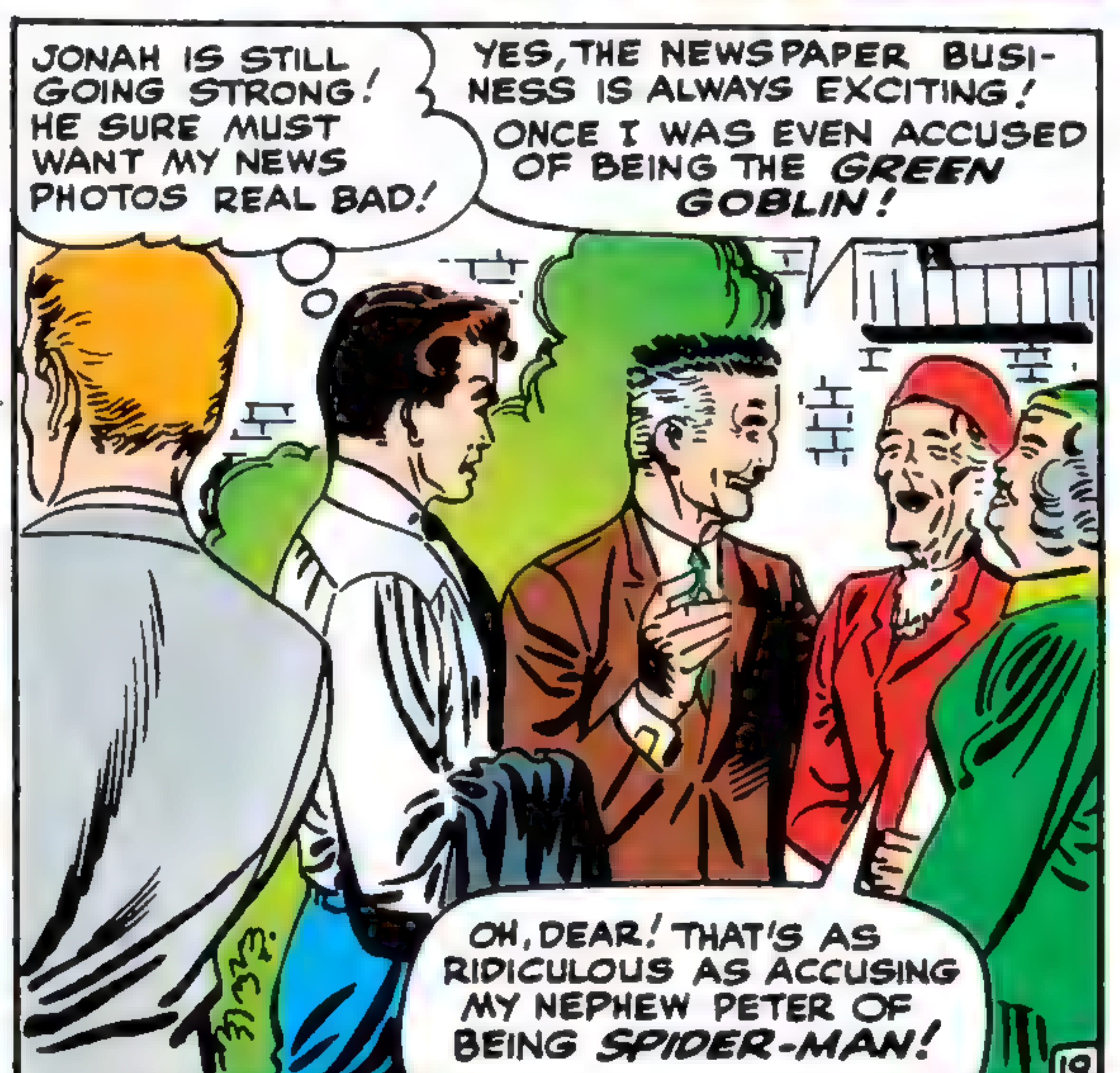
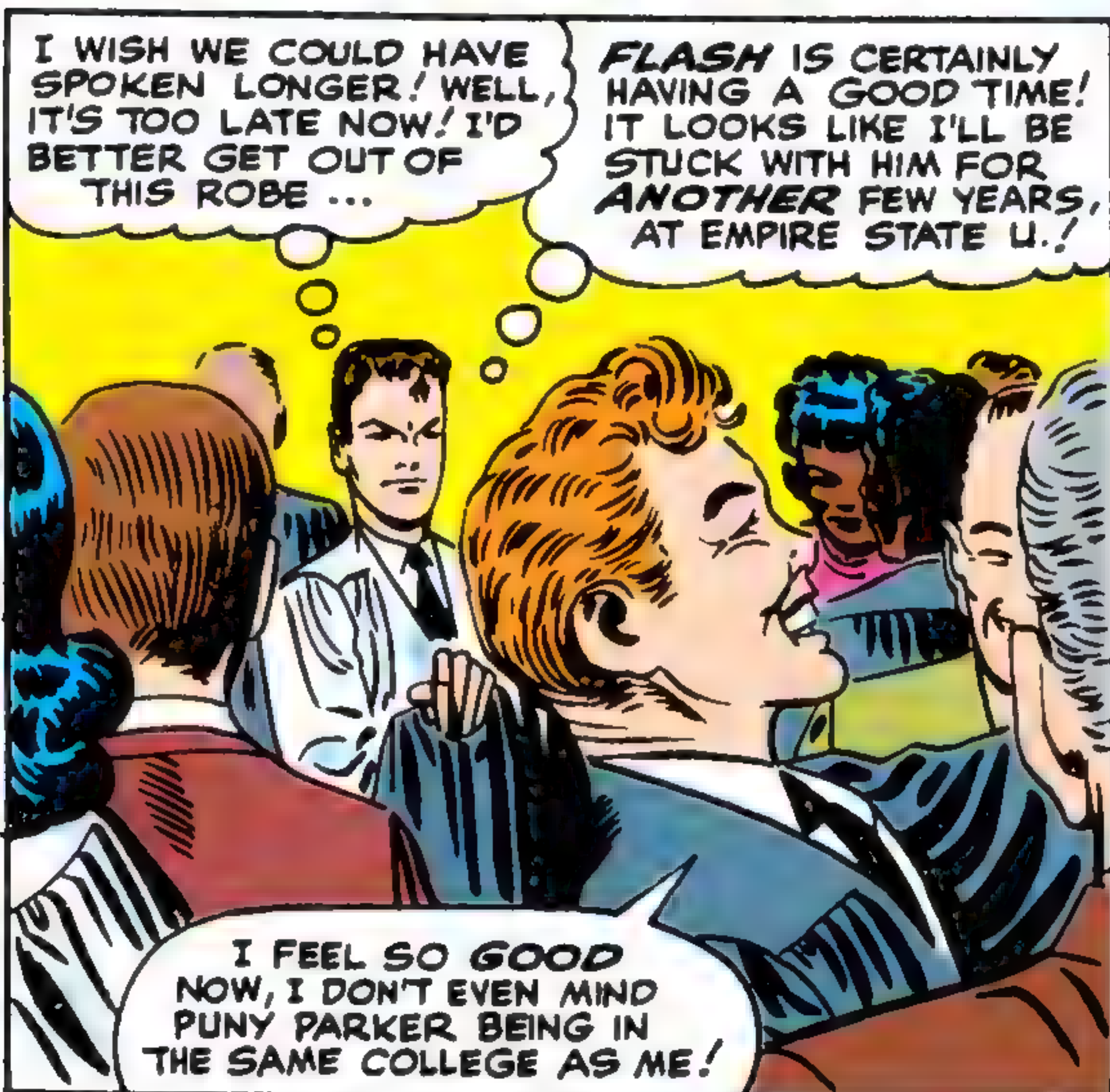
PETER, MY BOY, YOU'RE A CREDIT TO THE DAILY BUGLE! I KNEW YOU'D JUSTIFY THE FAITH I ALWAYS HAD IN YOU! ...HRRMPH! HOW DID YOU ALL LIKE MY SPEECH?

YOU.. EH.. WERE IN FINE VOICE, MR. JAMESON!

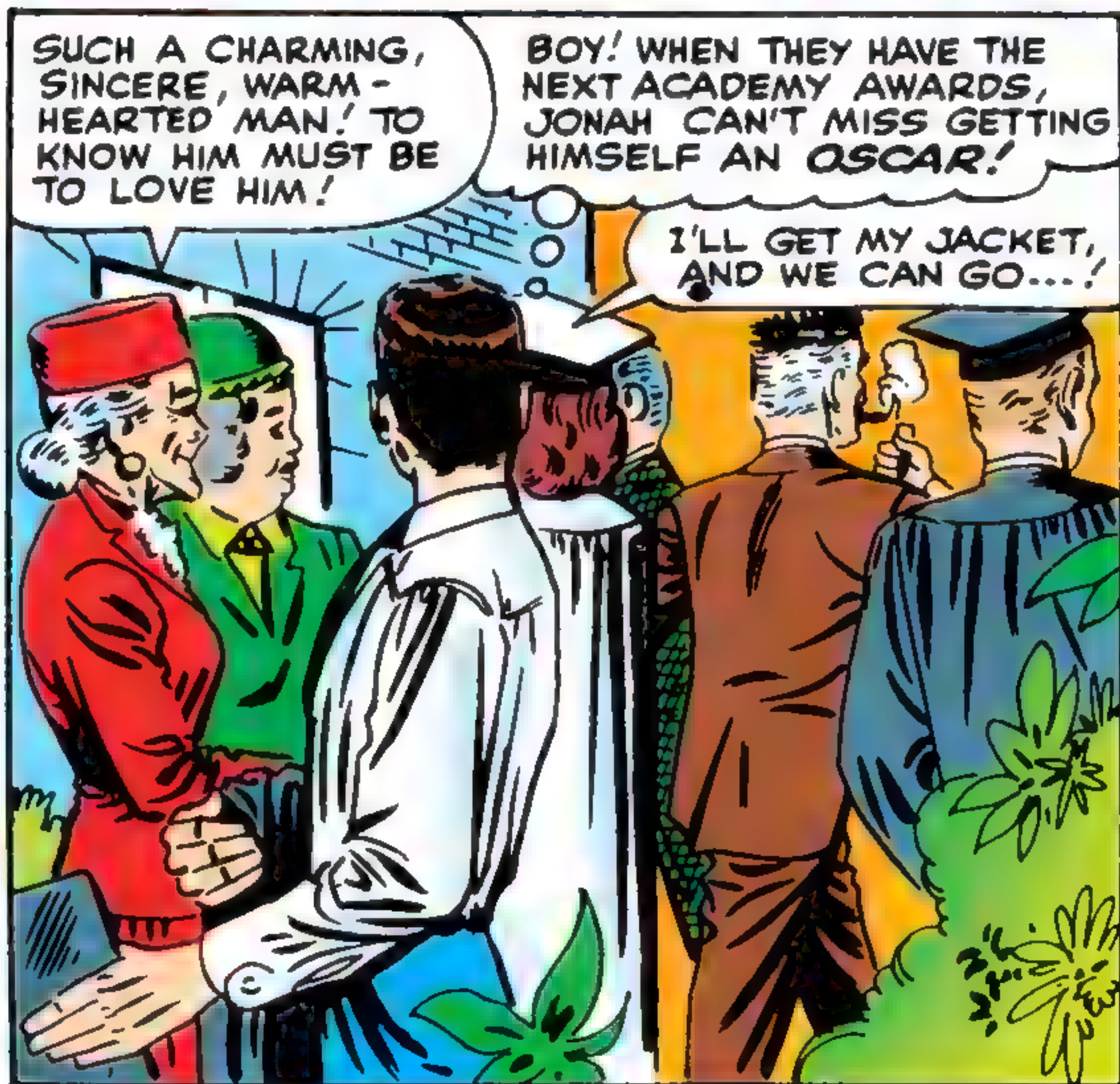
OH, YOU'RE THE NICE MAN THAT PETER SELLS THOSE NEWS PHOTOS TO! I'M HIS AUNT MAY!

HIS AUNT! I THOUGHT YOU WERE HIS SISTER!











SPIDERMAN  
ANNUAL

SPECIAL KING SIZE ANNUAL!

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

72  
BIG  
PAGES

MARVEL  
COMICS  
GROUP 25¢

the AMAZING  
SPIDER-MAN

#2  
1965

IND.

"THE WONDROUS WORLDS  
OF DOCTOR STRANGE!"

↑  
ALL  
NEW



PLUS..

3 OF SPIDEY'S  
EARLIEST,  
GREATEST,  
MOST-REQUESTED  
FULL-LENGTH EPICS!





# "THE WONDROUS WORLD OF Dr. STRANGE!"



WRITTEN and EDITED BY  
THE TOAST of MARVEL:  
**STAN LEE**  
PLOTTED and DRAWN BY  
THE BOAST of MARVEL:  
**STEVE DITKO**  
LETTERED and BORDERED  
BY THE GHOST of MARVEL:  
**SAM ROSEN**

THIS COULD BE CALLED OUR "BE  
NICE TO STEVEY DITKO" ISSUE! WE  
WANTED TO FEATURE A REALLY OFF-  
BEAT YARN FOR SPIDEY'S ANNUAL, AND  
STEVEY DREAMED THIS ONE UP!  
(THE FACT THAT HE ALSO DRAWS DOC  
STRANGE MAY HAVE HAD SOMETHING  
TO DO WITH IT!) SO, READY OR NOT, HERE  
WE GO....!



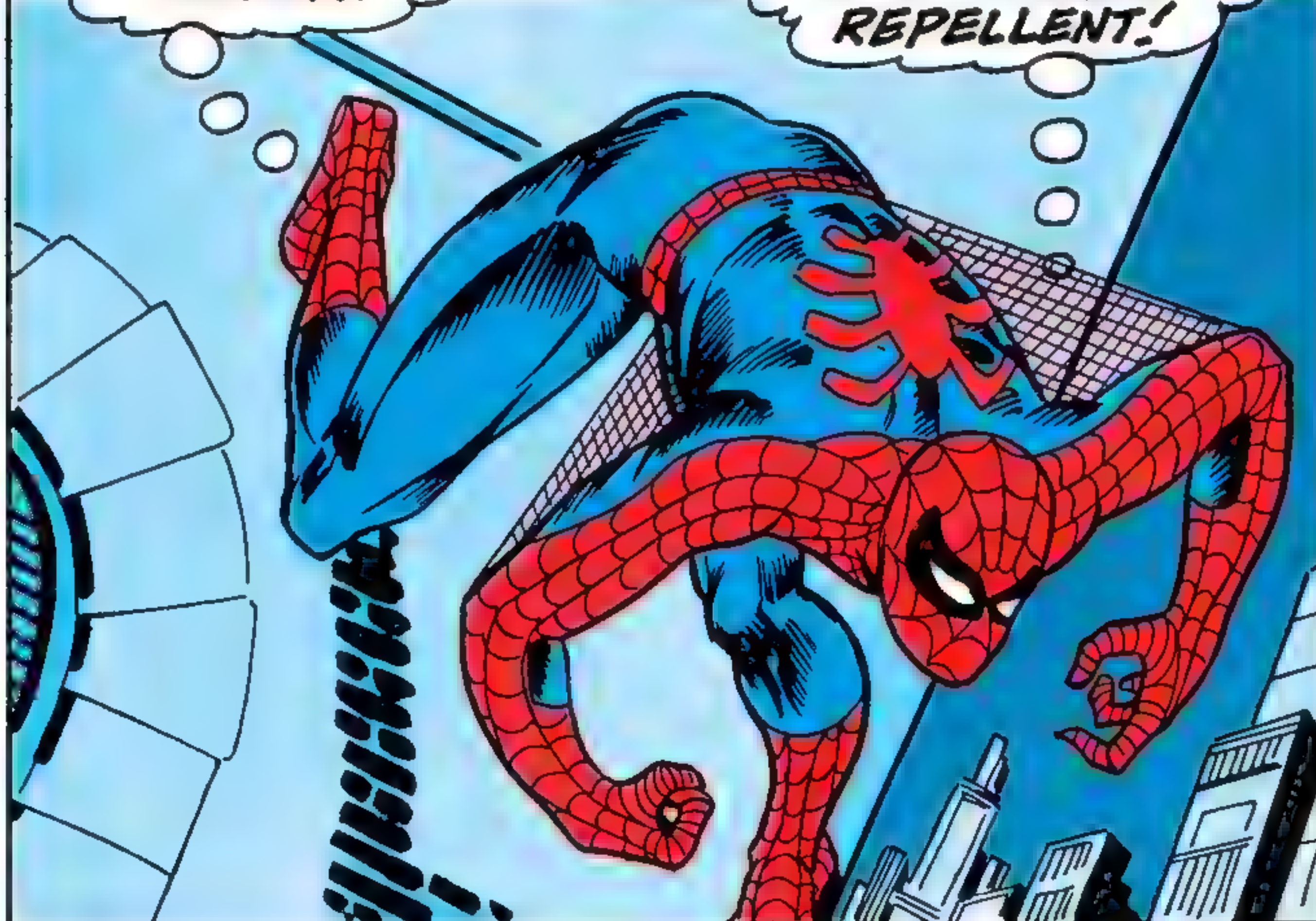
THERE ARE EIGHT MILLION STORIES IN THE BIG CITY, BUT YOU'VE NEVER SEEN *ANY* LIKE THIS ONE! AS THE SHADES OF NIGHT BEGIN TO FALL, A SILENT FIGURE PROWLs OVER-HEAD! THUS DOES YOUR FRIENDLY NEIGHBORHOOD **SPIDER-MAN** MAKE HIS APPOINTED ROUNDS...

EVERYTHING IS QUIET SO FAR! I MIGHT AS WELL HAVE STAYED HOME WITH A GOOD BOOK!...OR EVEN A BAD ONE!



THIS IS REALLY *DULLVILLE*! I CAN'T EVEN FIND A LITTERBUG, OR A JAY-WALKER!

ON A NIGHT LIKE THIS, I FEEL ABOUT AS USEFUL AS A SECOND-HAND TUBE OF DINOSAUR REPELLENT!



WELL, I MIGHT AS WELL LOOK AT THE *BRIGHT* SIDE! AT LEAST THIS IS KEEPING ME OUT OF THE POOLROOM!

MAYBE I CAN HELP A LITTLE OLD LADY CROSS THE STREET, SO THE EVENING WON'T BE A COMPLETE WASTE!

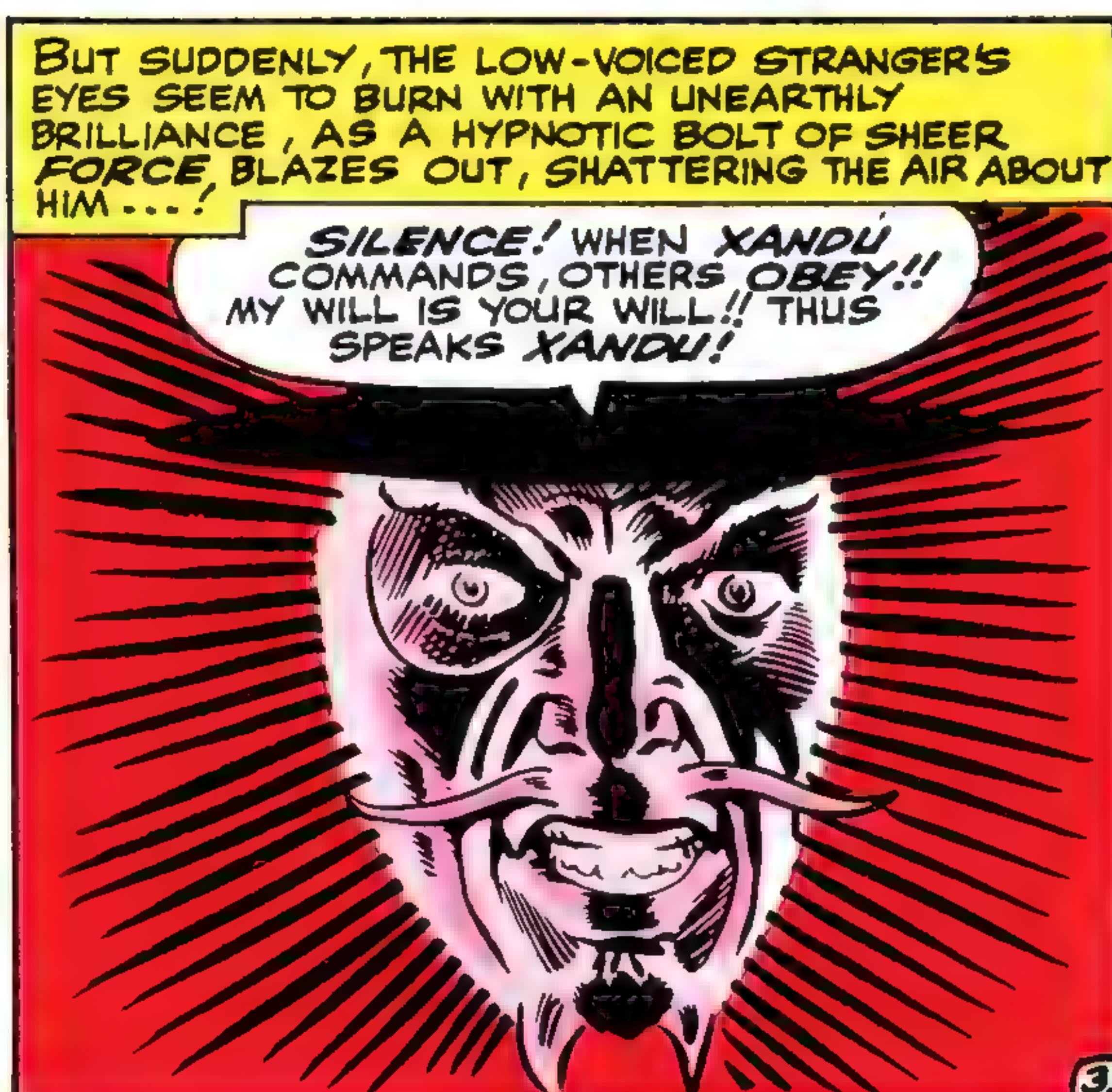
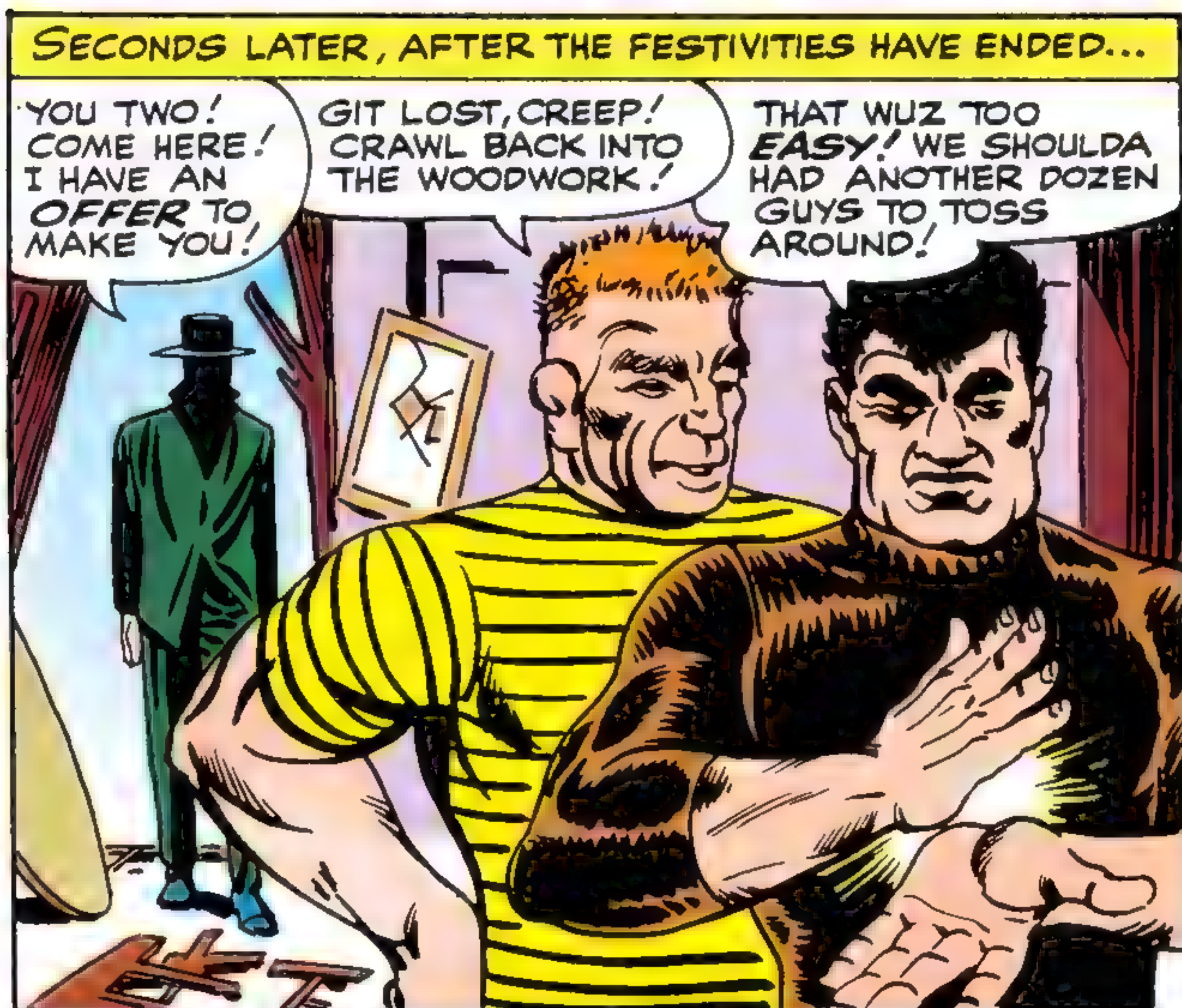


BUT, IN ANOTHER PART OF TOWN, A SITUATION IS ABOUT TO DEVELOP WHICH WILL SOON EMBROIL THE COSTUMED TEENAGER IN ONE OF THE MOST FANTASTIC BATTLES OF HIS LIFE! LET'S WATCH THIS TALL, SILENT STRANGER AS HE WALKS TOWARD... THE UNKNOWN...

A TYPICAL BAR-ROOM BRAWL! PERHAPS *HERE* I SHALL FIND WHAT I SEEK!





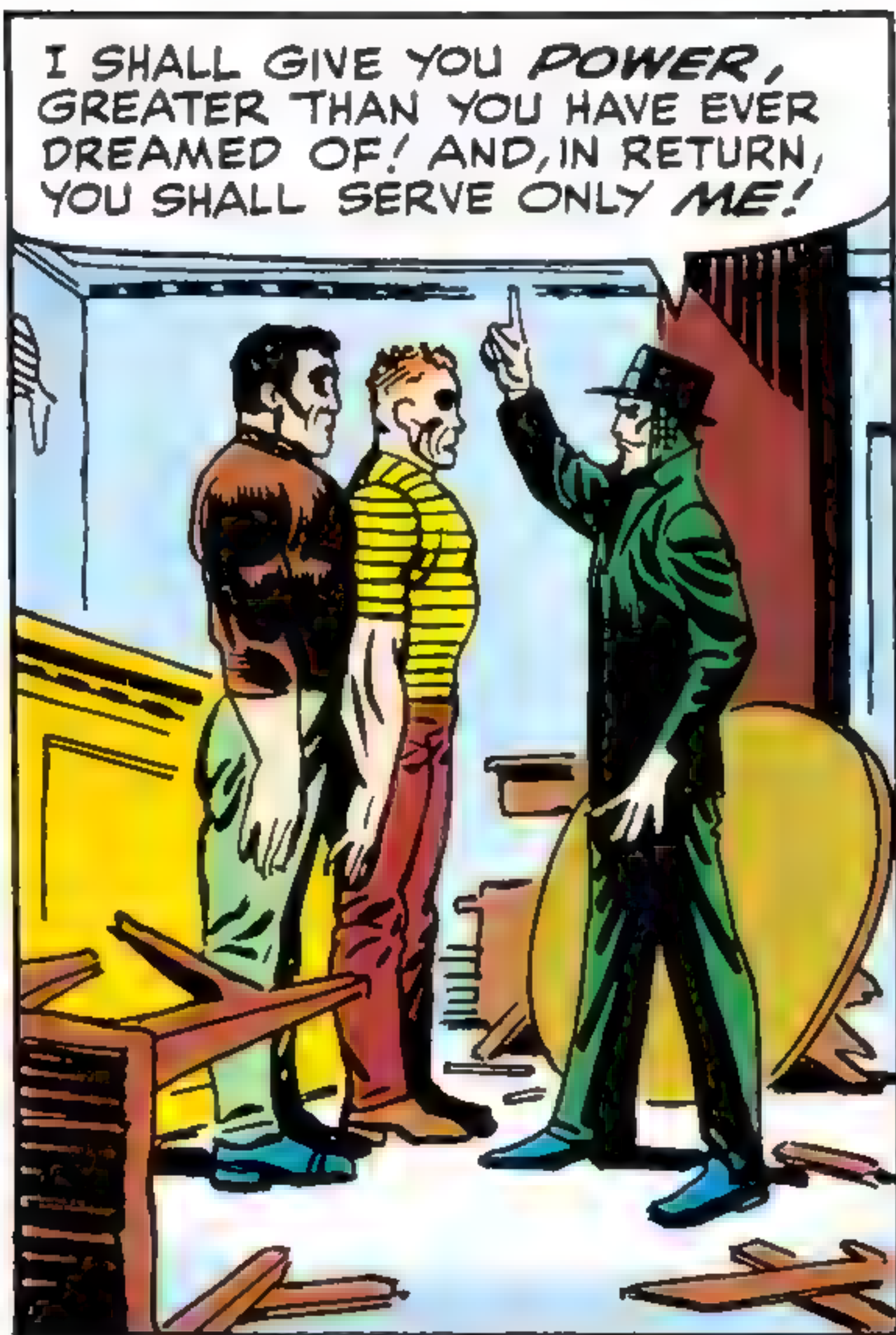






YOUR-WILL-IS-OUR-WILL!

XANDU-MUST-BE-OBEYED!



I SHALL GIVE YOU *POWER*, GREATER THAN YOU HAVE EVER DREAMED OF! AND, IN RETURN, YOU SHALL SERVE ONLY *ME*!

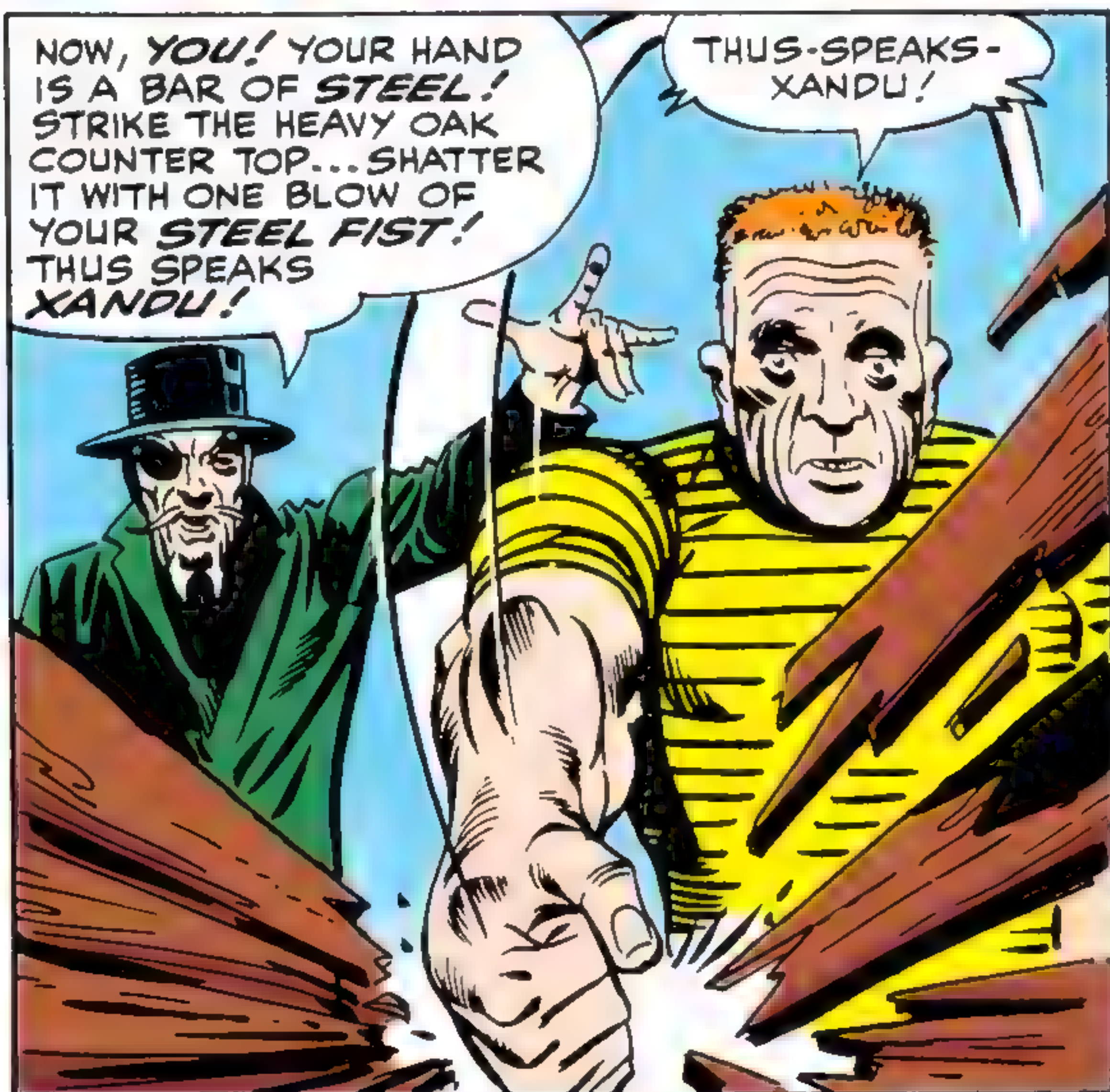


UNDER MY HYPNOTIC SPELL, YOU WILL FEEL NO PAIN... YOU WILL FEAR NO FOE!! AND NOW, TO TEST MY CONTROL OVER YOU ...!



STRIKE... WITH ALL YOUR MIGHT! GOOD! GOOD!

YOU OBEYED INSTANTLY! AND UNDER MY SPELL, HE FELT *NOTHING*! THE BLOW DID NOT AFFECT HIM!



NOW, *YOU*! YOUR HAND IS A BAR OF *STEEL*! STRIKE THE HEAVY OAK COUNTER TOP... SHATTER IT WITH ONE BLOW OF YOUR *STEEL FIST*! THUS SPEAKS *XANDU*!

THUS-SPEAKS-XANDU!

THEN, SATISFIED WITH THE RESULT OF HIS HYPNOTIC HANDIWORK, THE MAN CALLED *XANDU* WALKS BACK FROM WHENCE HE CAME... FOLLOWED BY TWO POWERFUL, HULKING BEINGS WHOSE ONLY WILL IS *XANDU'S WILL* ...!



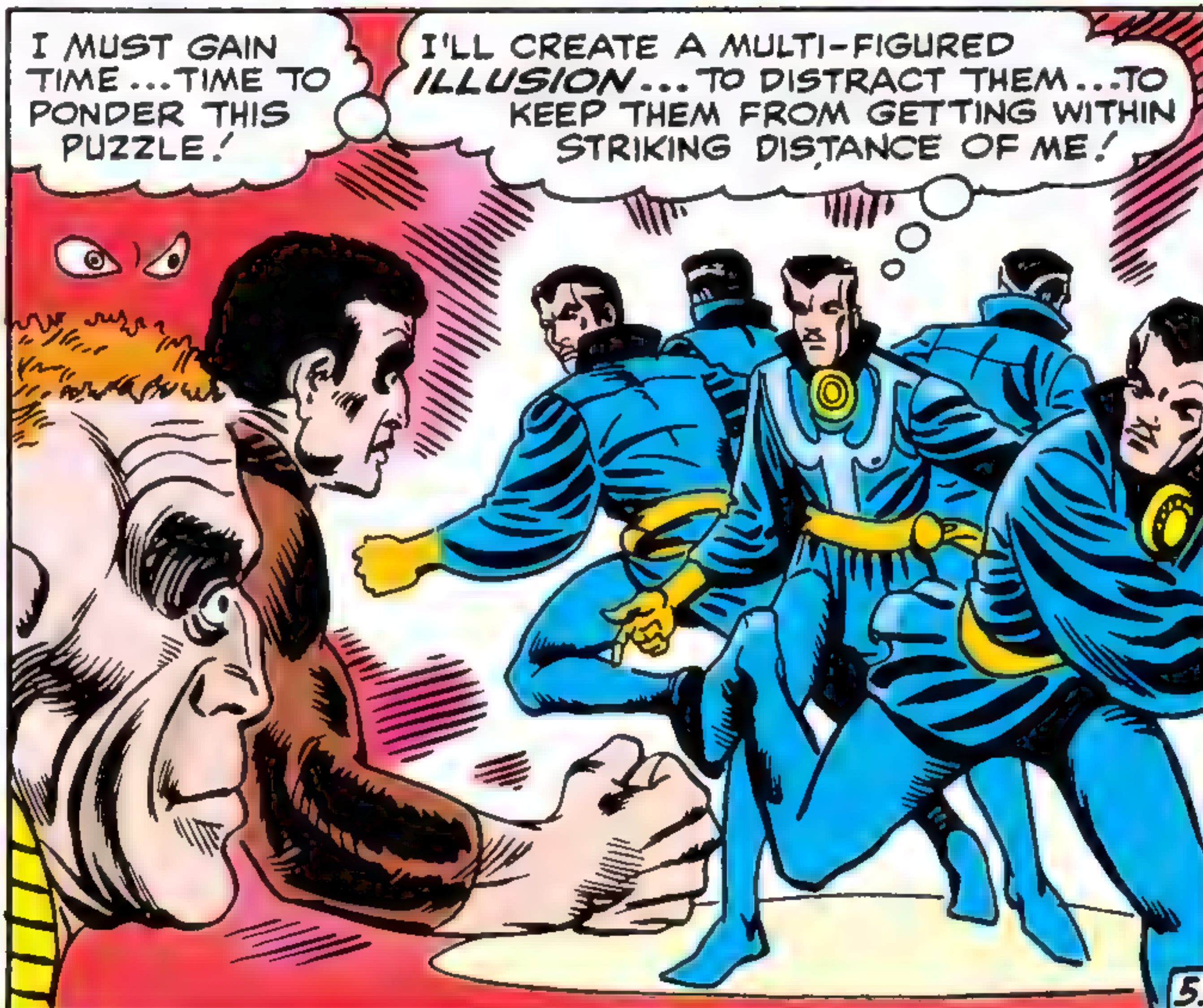
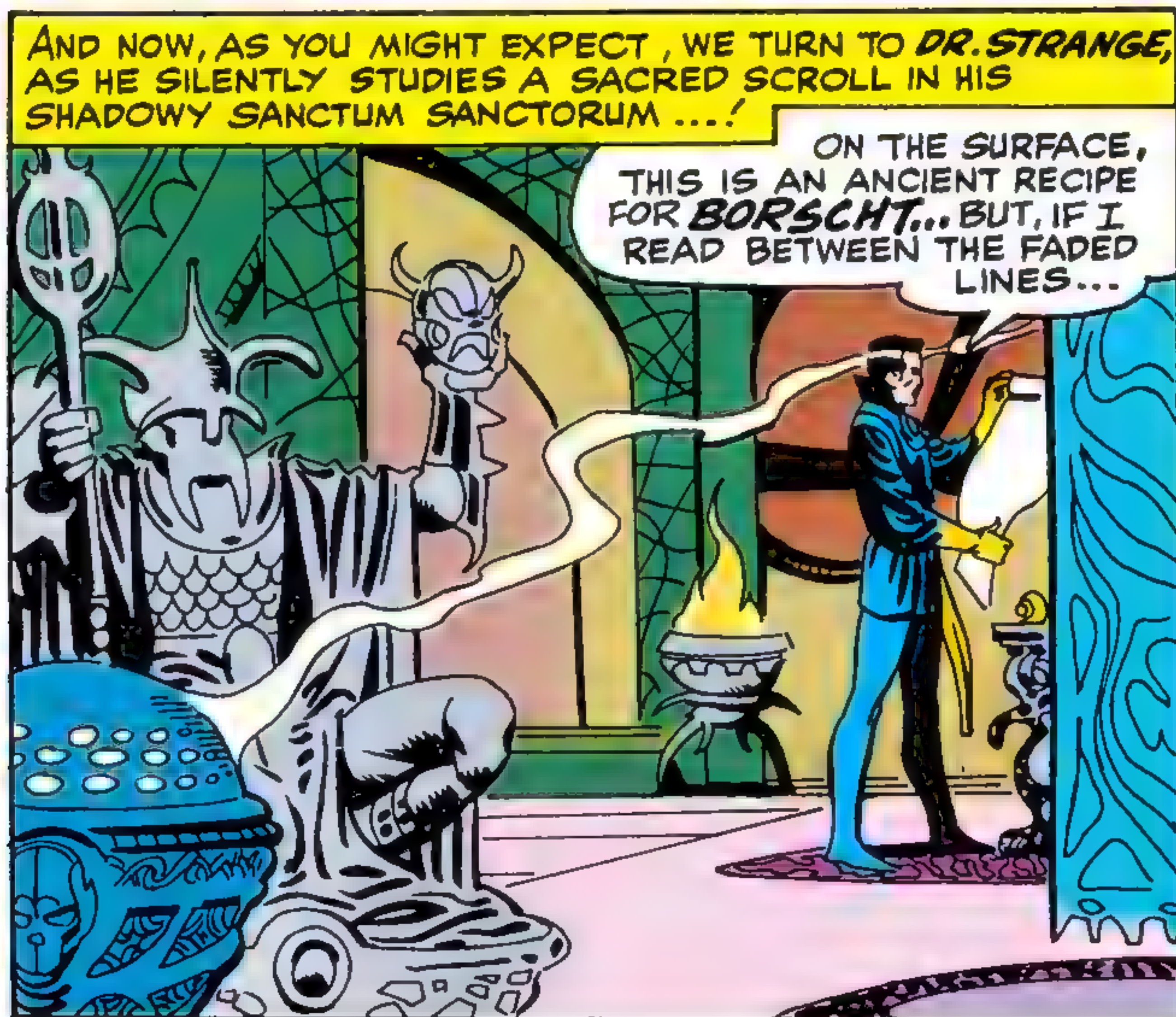
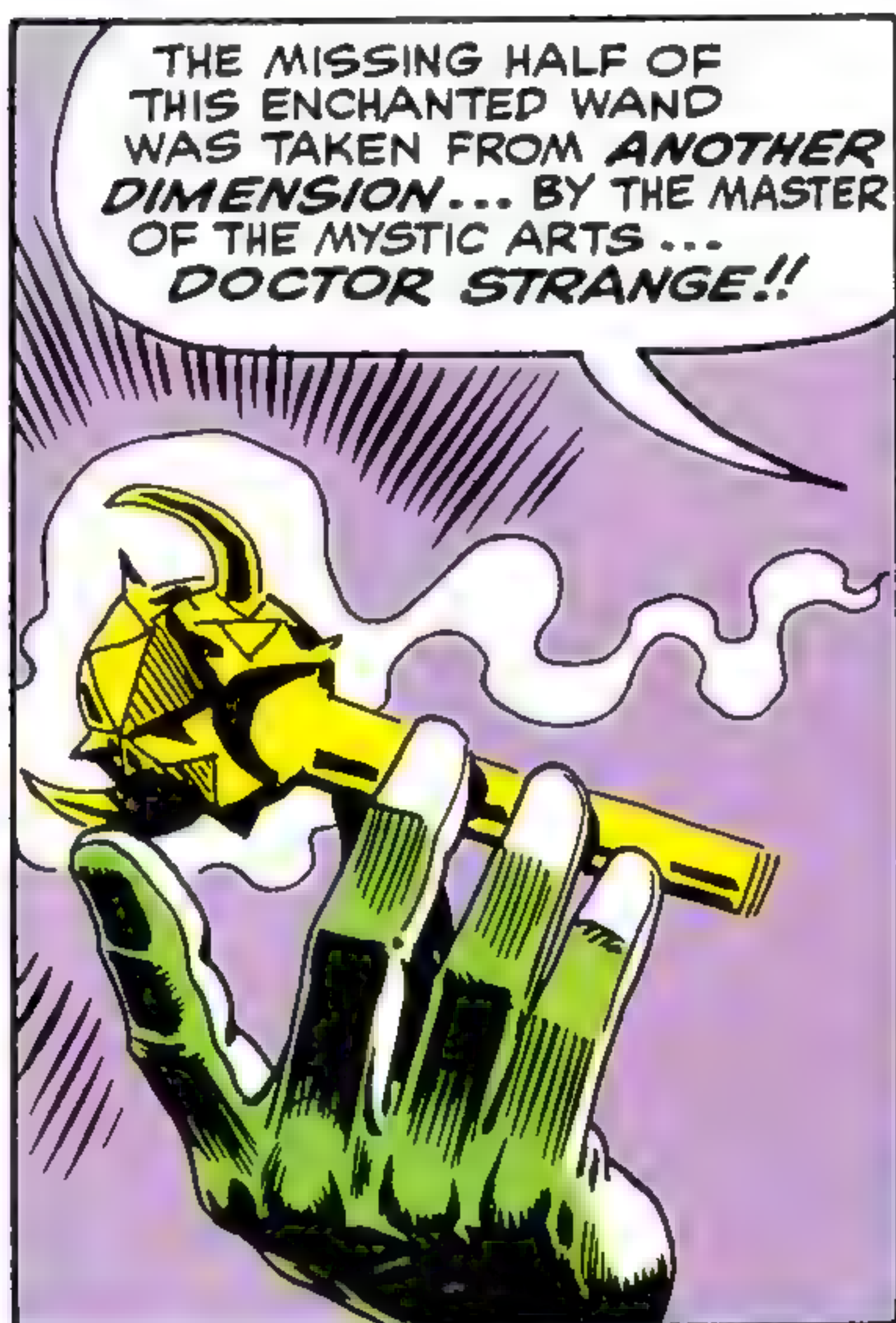
MOMENTS LATER, IN A STRANGE, CANDLE-LIT CHAMBER, *XANDU* HOLDS ALOFT A SHIMMERING, GLEAMING OBJECT..!



AT LAST! I HAVE TWO SERVANTS WHO WILL OBTAIN THE *OTHER* HALF OF THIS WAND FOR ME!

FOR HE WHO POSSESSES *BOTH* HALVES OF THE *WAND OF WATOOMB*, POSSESSES THE GREATEST POWER OF ALL!





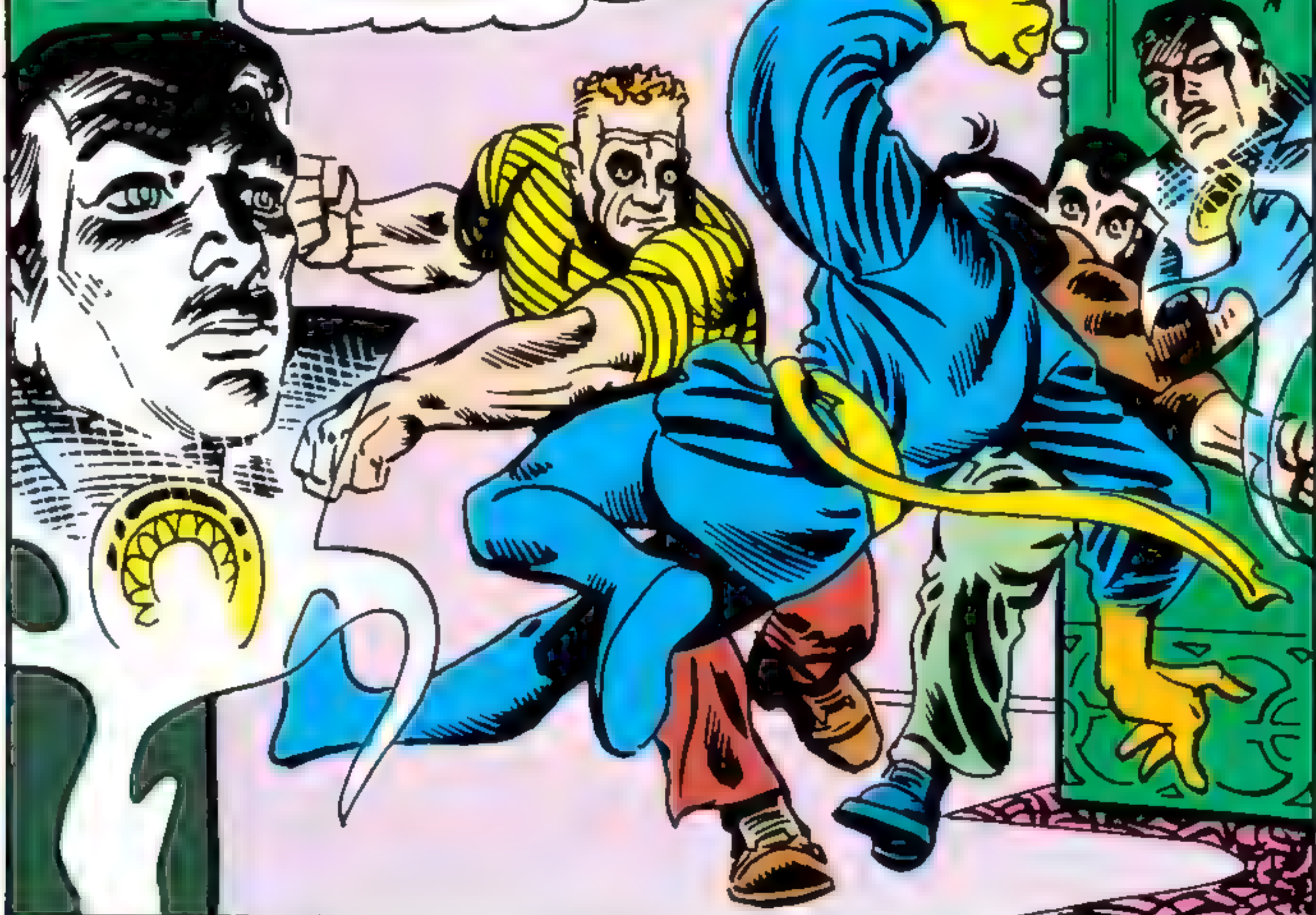


BUT **XANDU**, WHO IS PRESENT THROUGH THE POWER OF HIS HYPNOTIC EYES, CAN DETECT THE **TRUE DOCTOR STRANGE**... AS HE GUIDES HIS TWO HUMAN CATS' PAWS...

MY ILLUSION DOES NOT FOOL THEM!

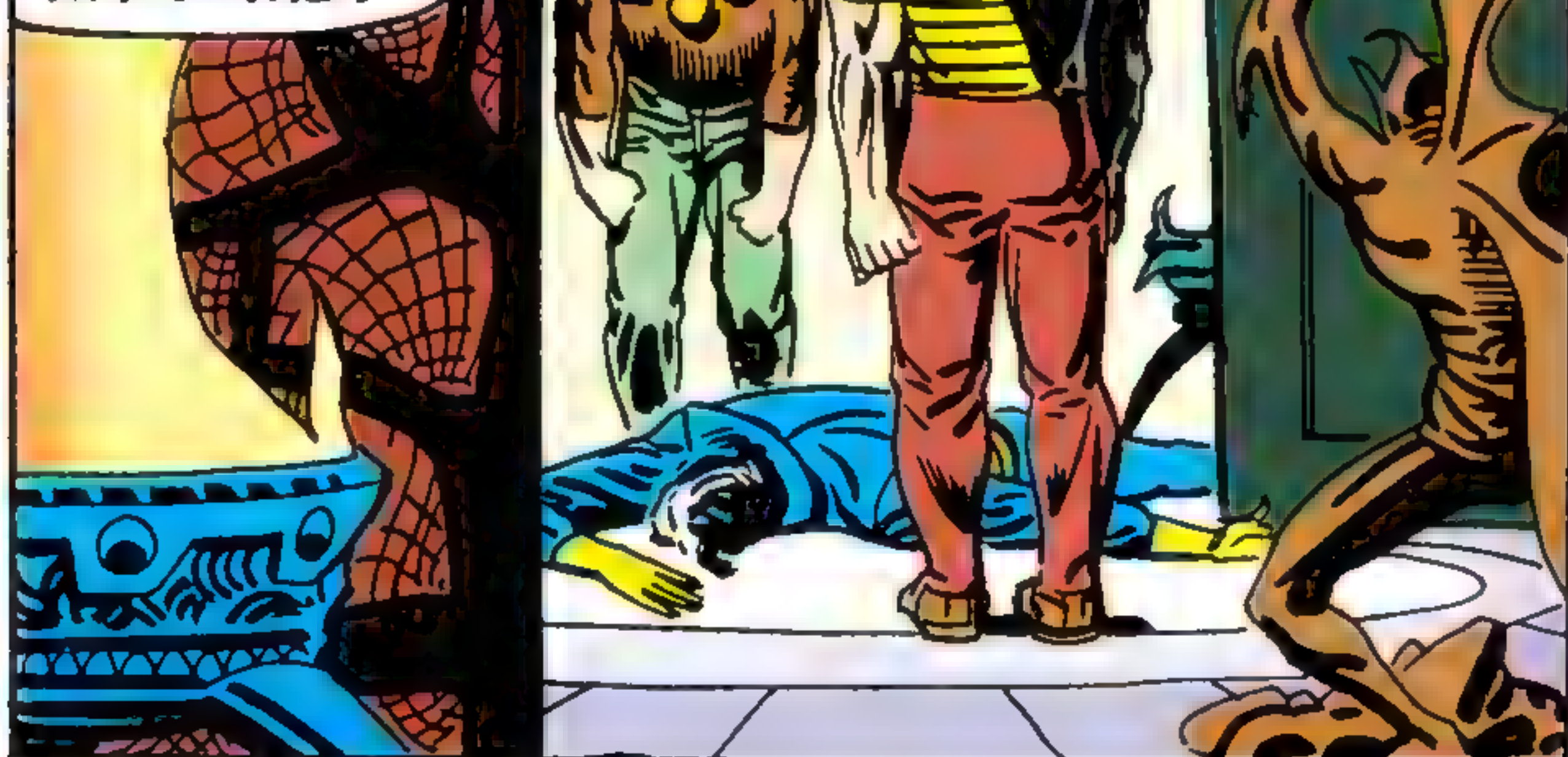


THERE IS NO TIME FOR FURTHER EVASIVE ACTION! I MUST DO **BATTLE**! BUT...THEIR **STRENGTH** IS INCONCEIVABLE!! ...UHHHH!

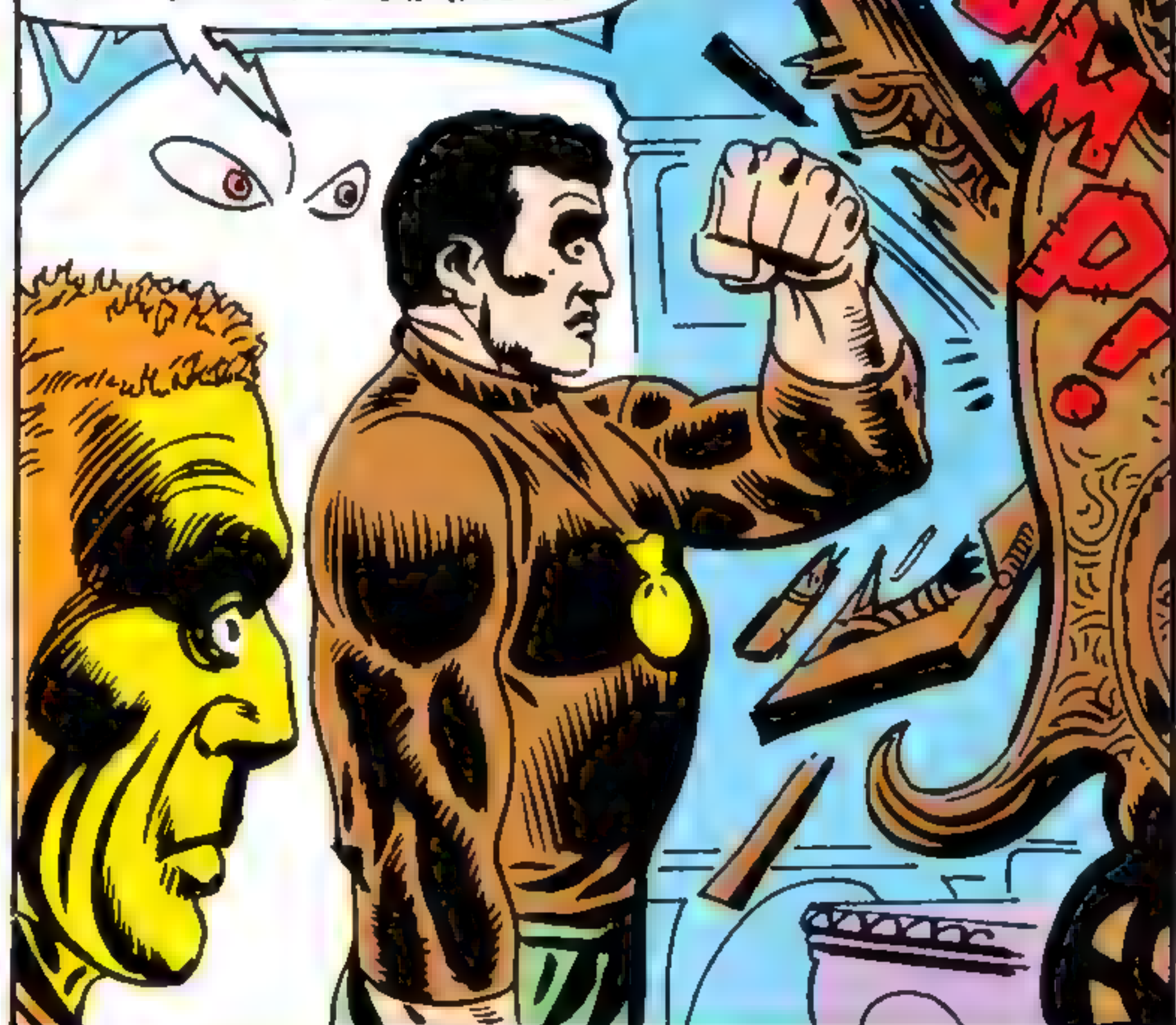


WITHIN SECONDS, THE VALIANT MASTER OF THE MYSTIC ARTS IS DOWNED...LAPSING INTO UNCONSCIOUSNESS, AS HIS ENCHANTED **AMULET** PROTECTS HIS STILLED FIGURE FROM FURTHER HARM!

WELL DONE! BUT NOW HE IS OF NO FURTHER INTEREST TO US! IT IS THE **WAND**! YOU MUST FIND THE OTHER HALF OF THE **WAND OF WATOOMB**!



IT MUST BE LOCKED SOMEWHERE! SMASH OPEN EVERY CABINET UNTIL IT IS FOUND! THUS SPEAKS **XANDU**!

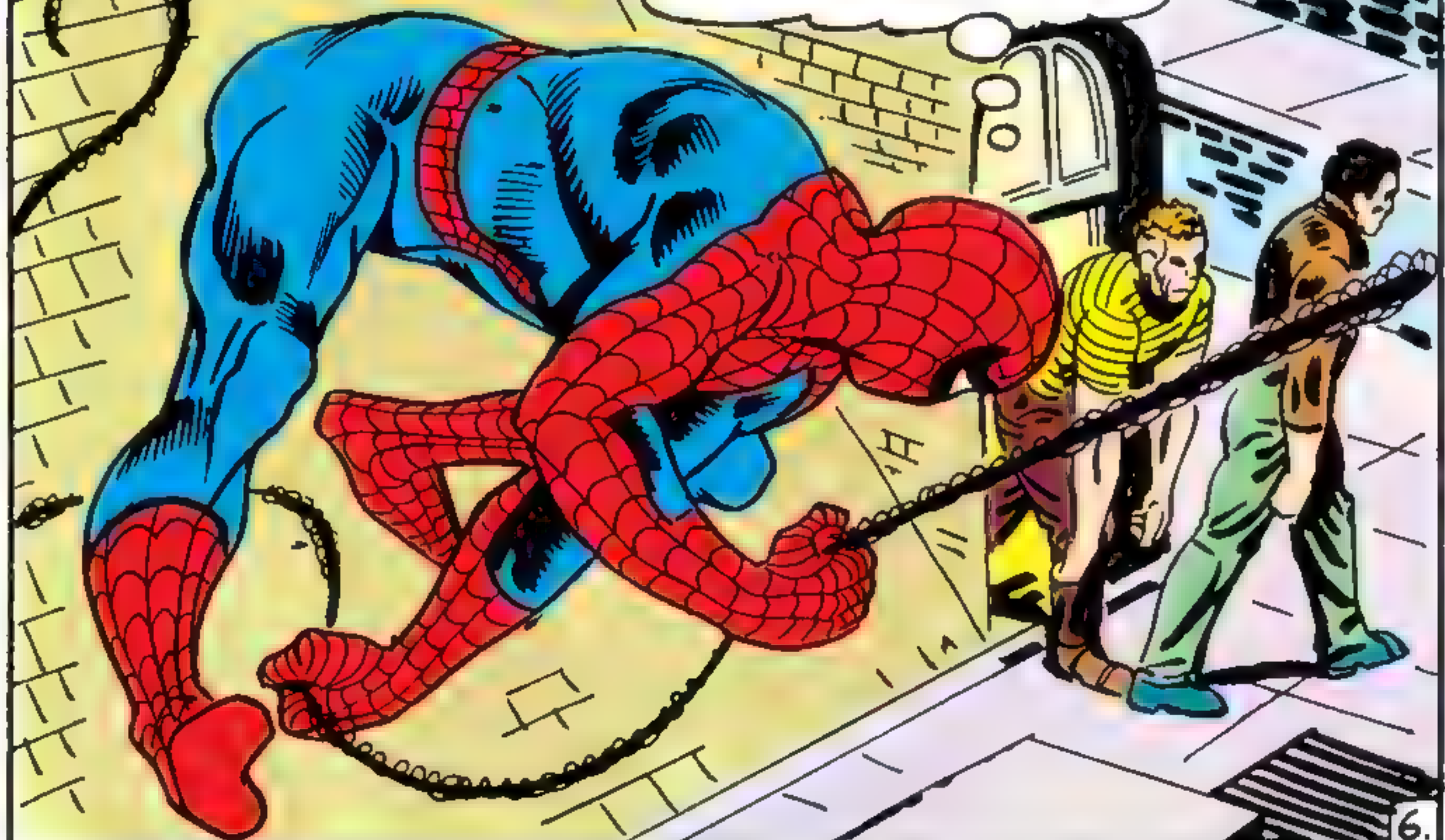


WAIT! SEARCH NO LONGER! THE FATES HAVE SMILED UPON ME! THERE IT IS! WE'VE **FOUND** IT!

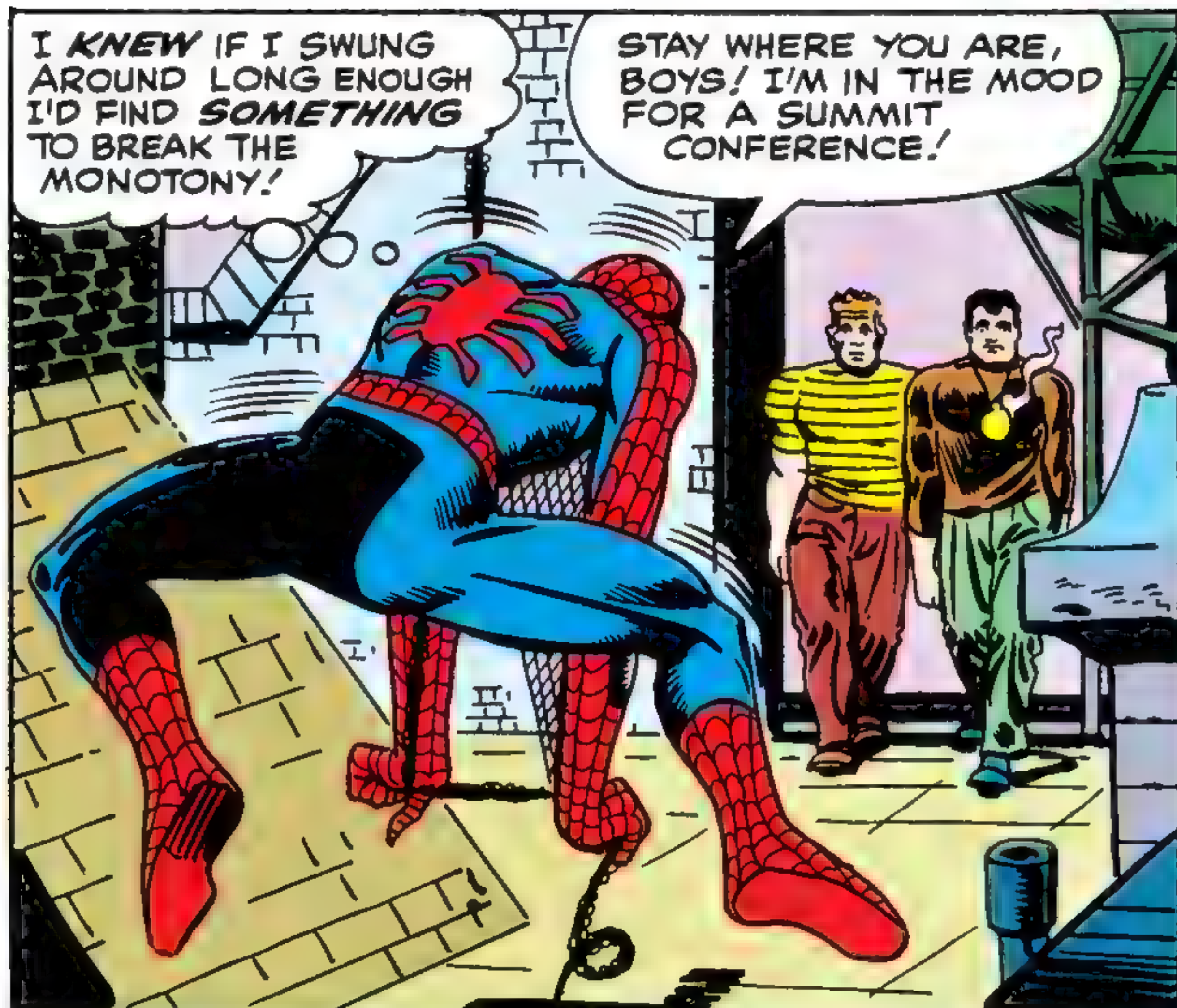


AND NOW, FOR THOSE WHO MAY THINK WE'VE FORGOTTEN WHAT MAGAZINE THIS IS SUPPOSED TO BE, WE OFFER PROOF THAT WE **DO** REMEMBER... BECAUSE HERE COMES **SPIDEY NOW**!

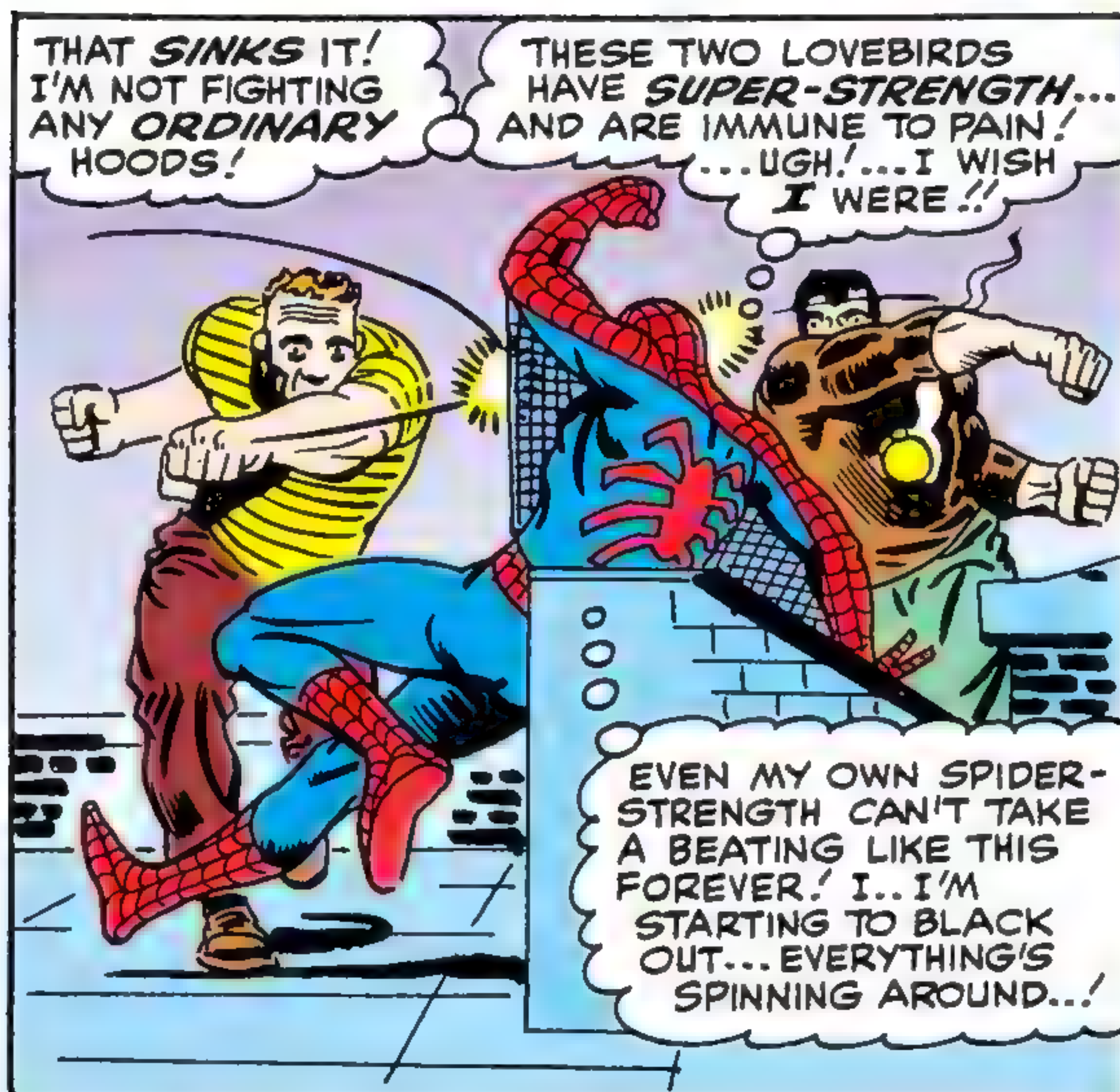
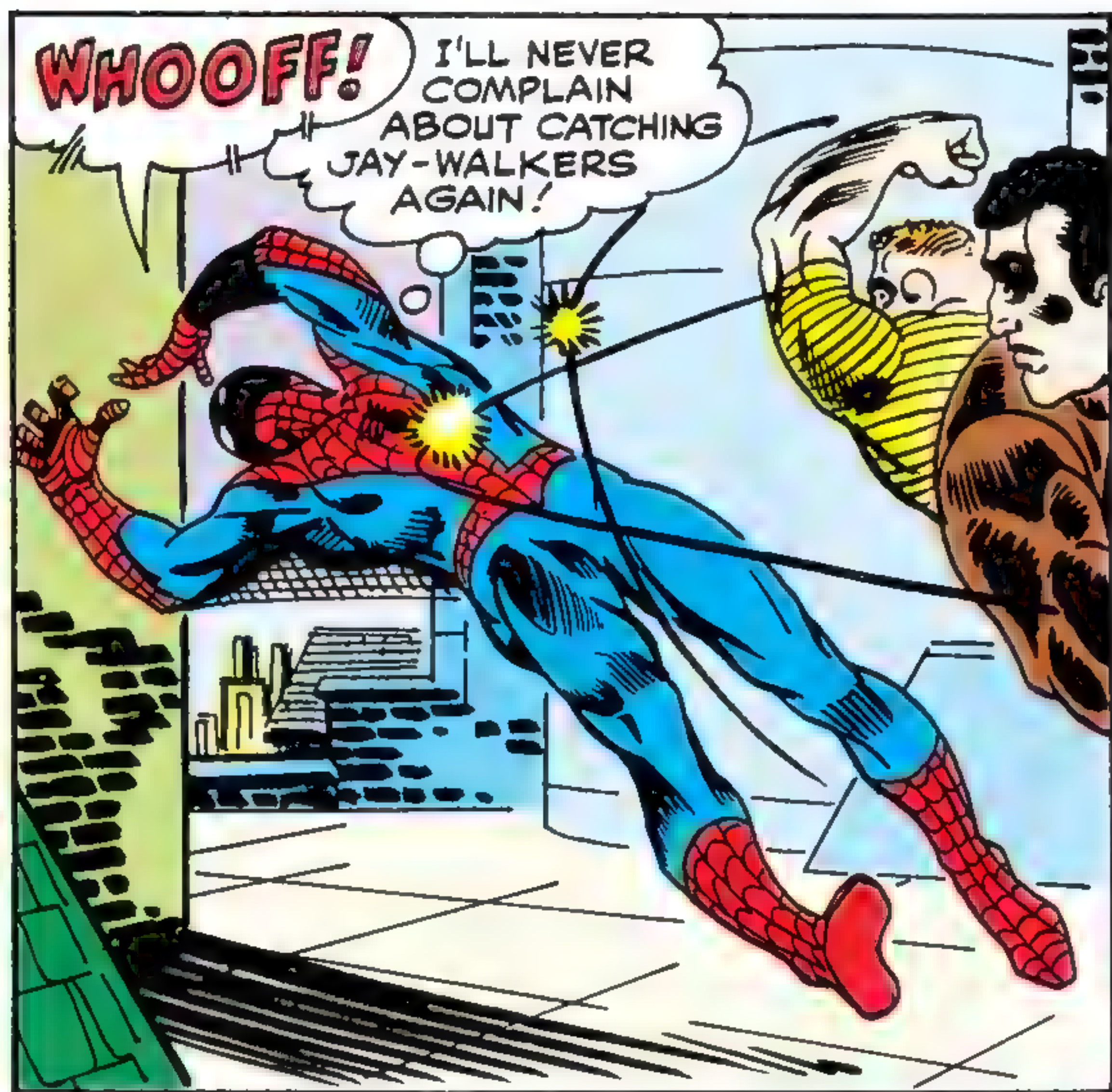
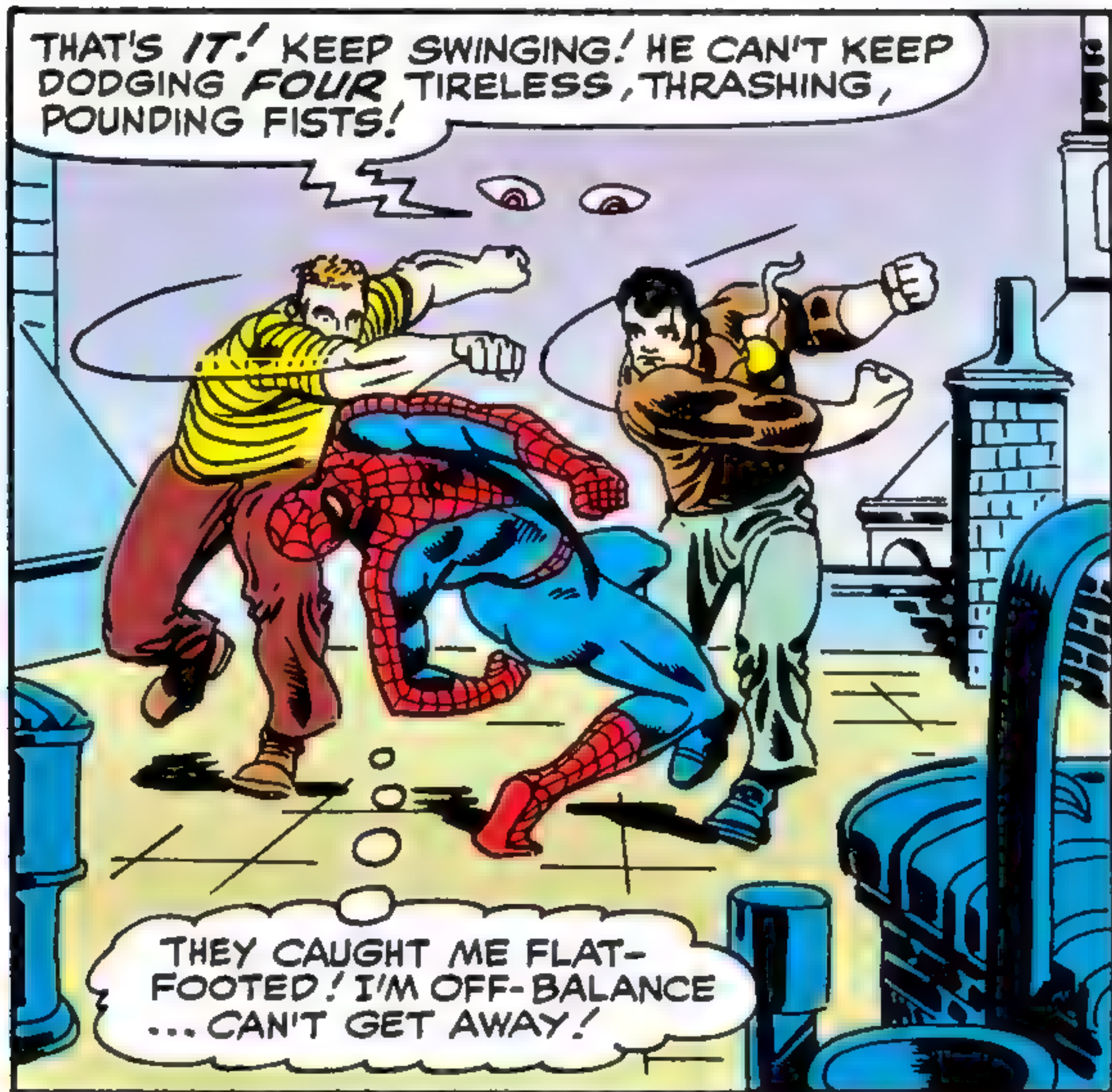
THOSE TWO FIGURES, STEALING OUT OF A SKYLIGHT...OBVIOUSLY **BURGLARS**! AND YET, THEY SOMEHOW SEEM LIKE... SLEEP WALKERS!!



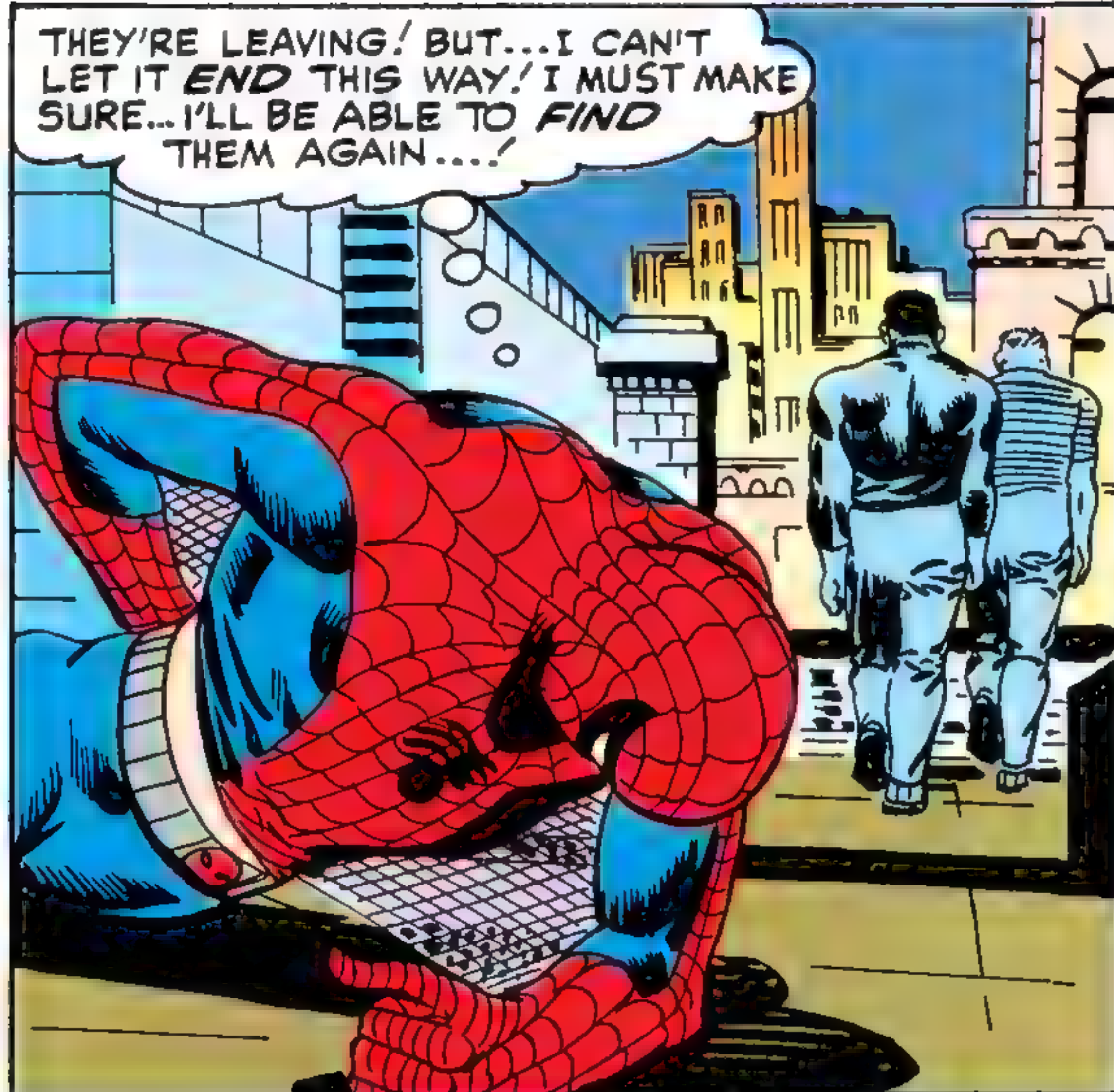




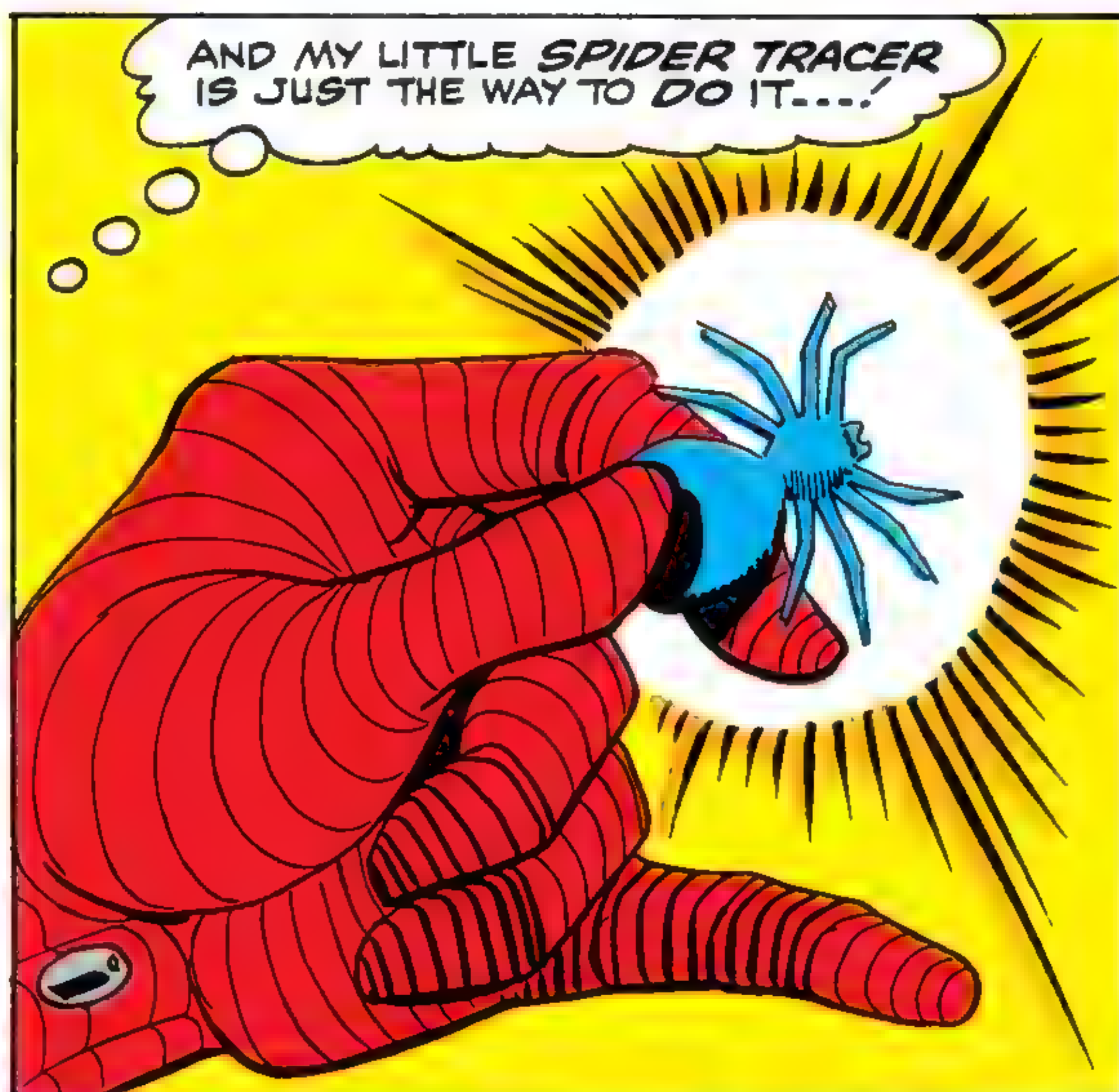








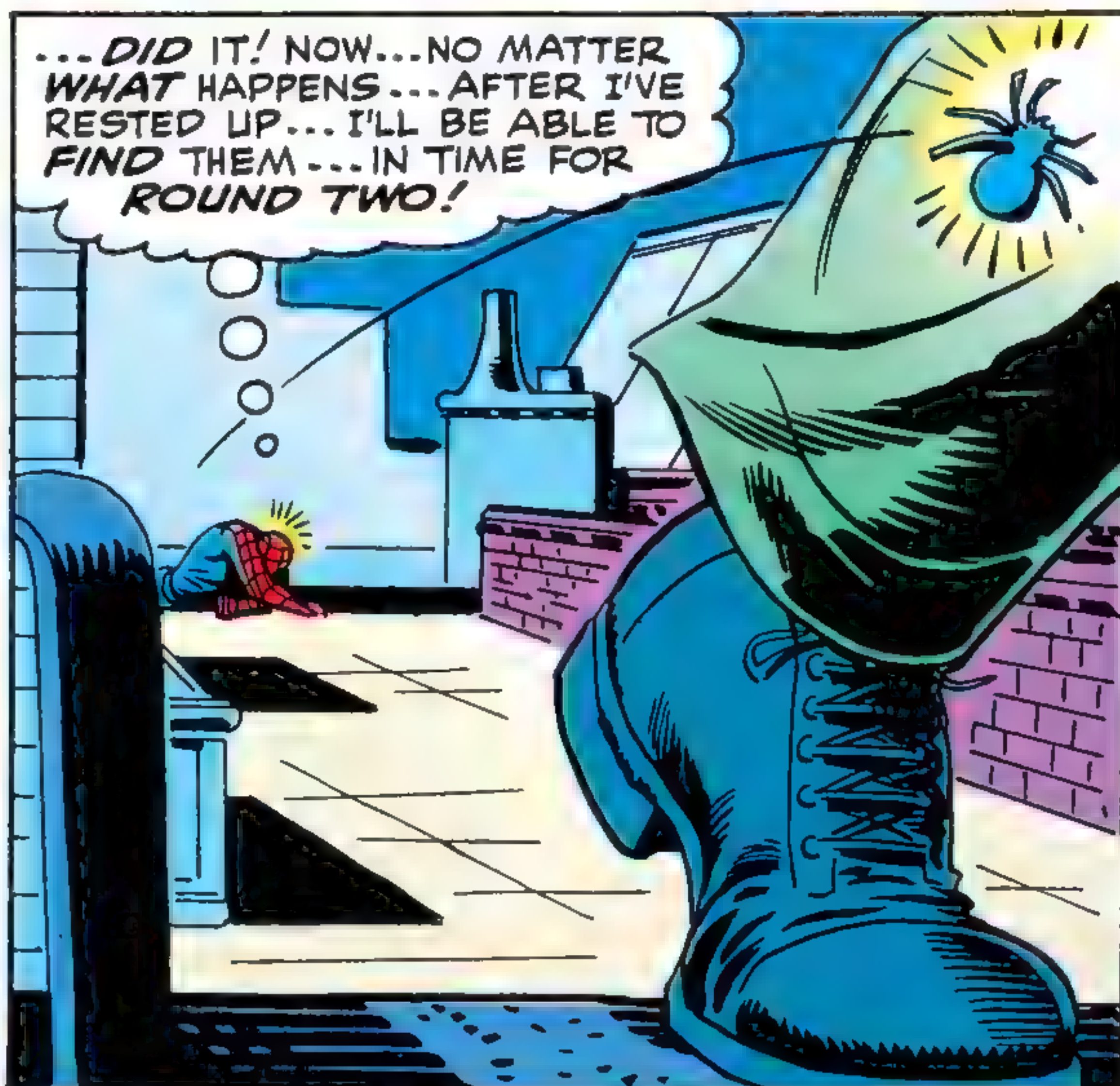
THEY'RE LEAVING! BUT...I CAN'T LET IT **END** THIS WAY! I MUST MAKE SURE...I'LL BE ABLE TO **FIND** THEM AGAIN....!



AND MY LITTLE **SPIDER TRACER** IS JUST THE WAY TO DO IT....!



I'VE GOT TO BE ABLE TO **REACH** THEM...I'VE JUST GOT TO....!

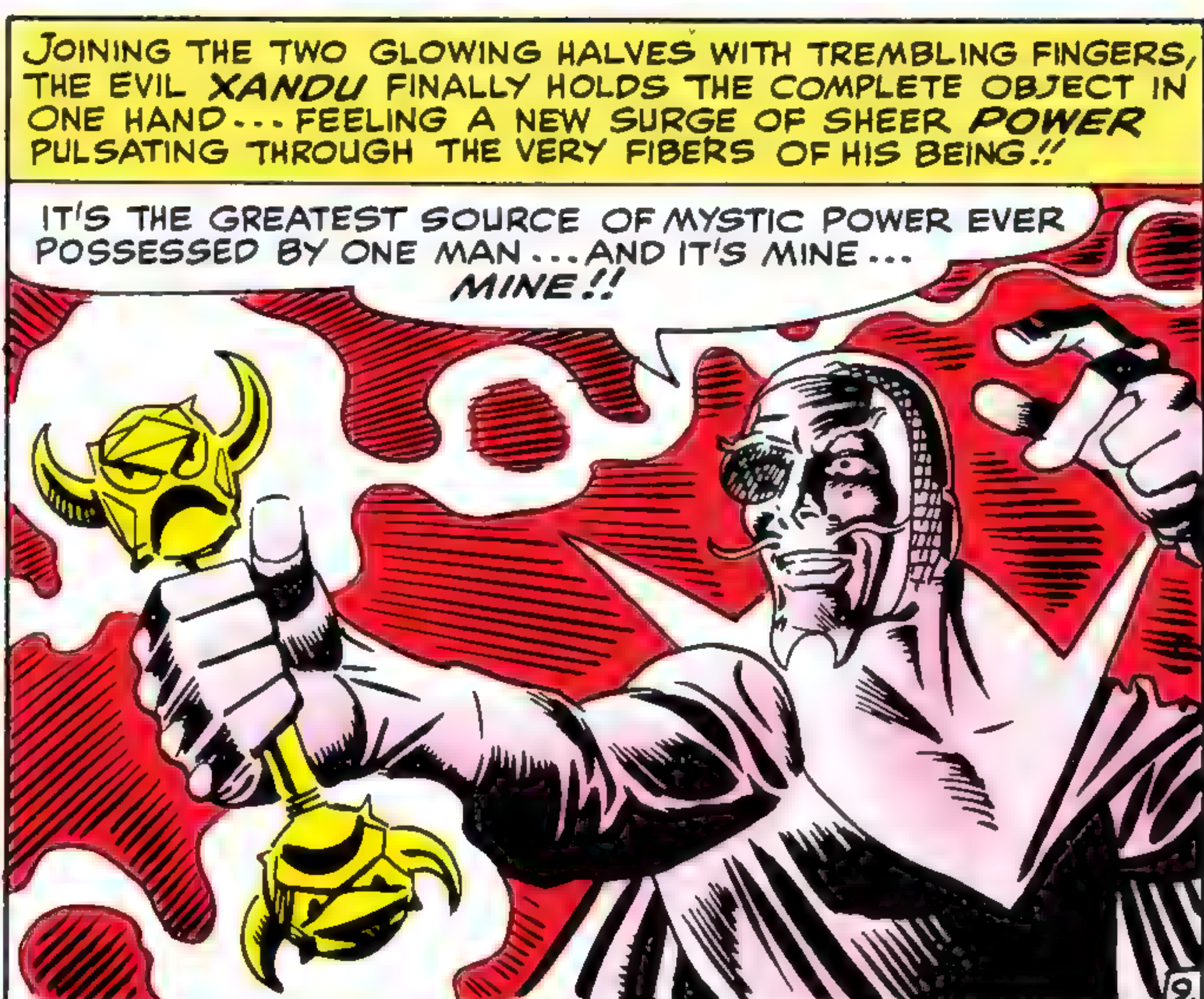


...DID IT! NOW...NO MATTER **WHAT** HAPPENS...AFTER I'VE RESTED UP...I'LL BE ABLE TO **FIND** THEM...IN TIME FOR **ROUND TWO!**



AND, MOMENTS LATER...

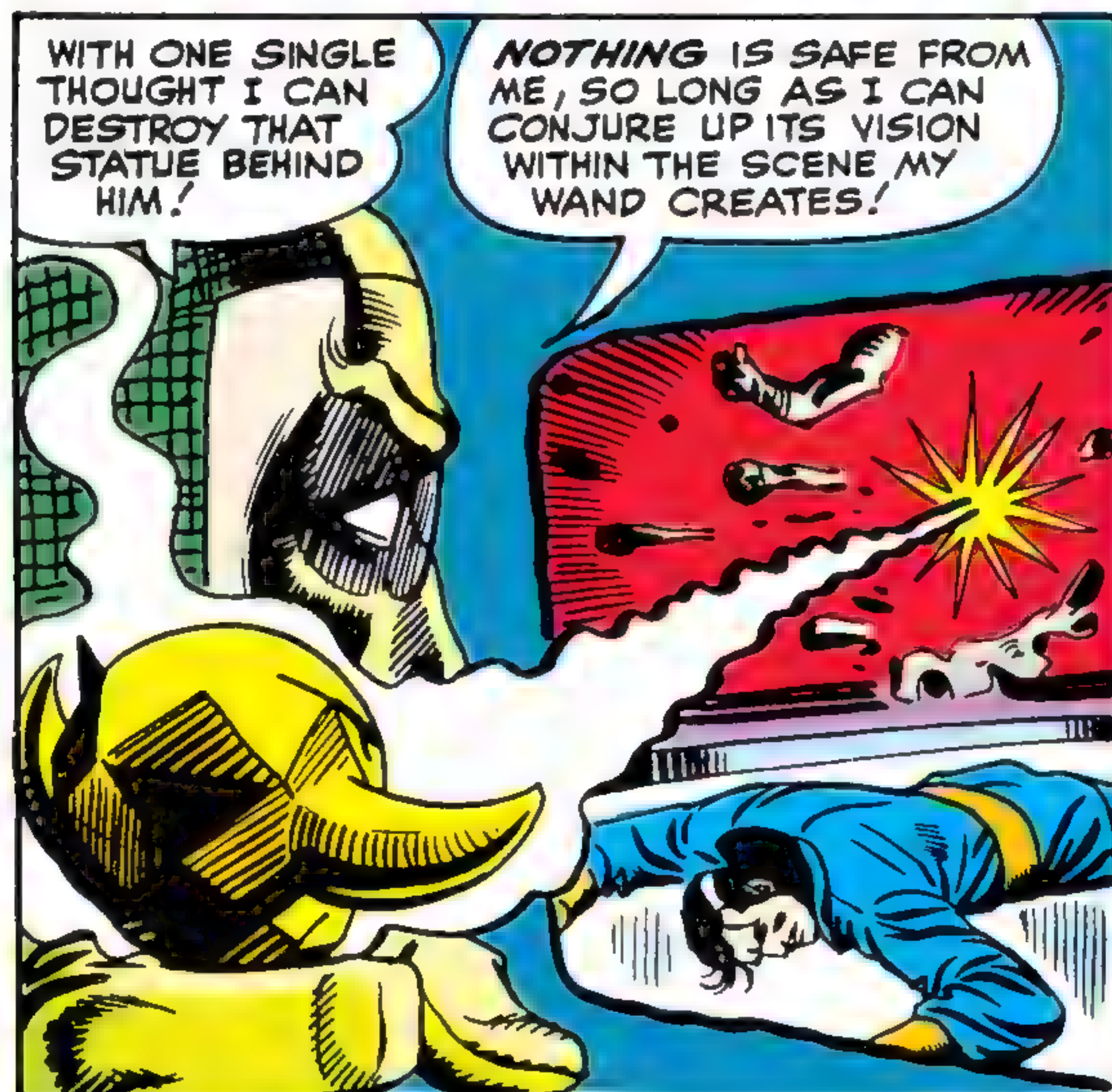
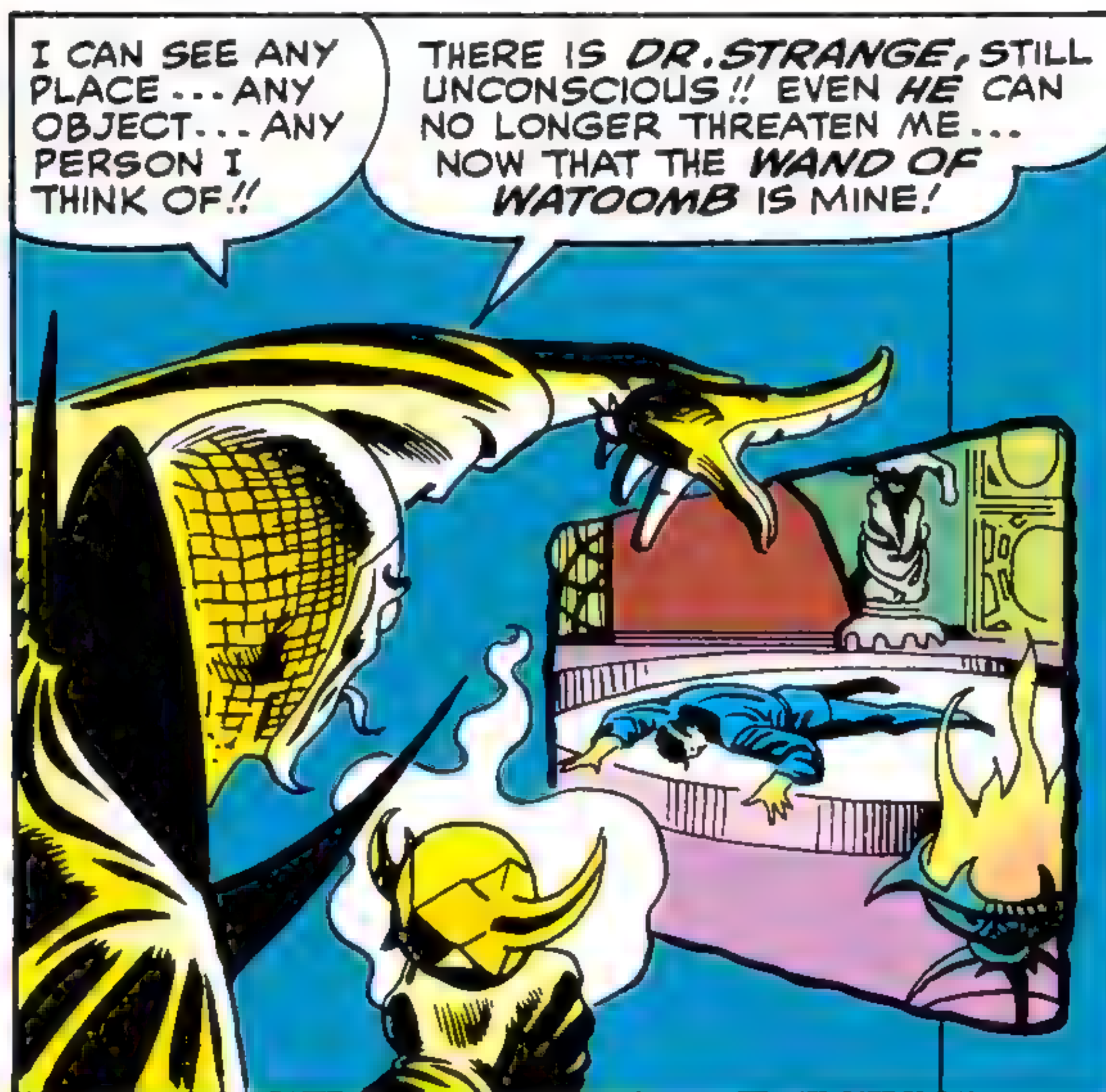
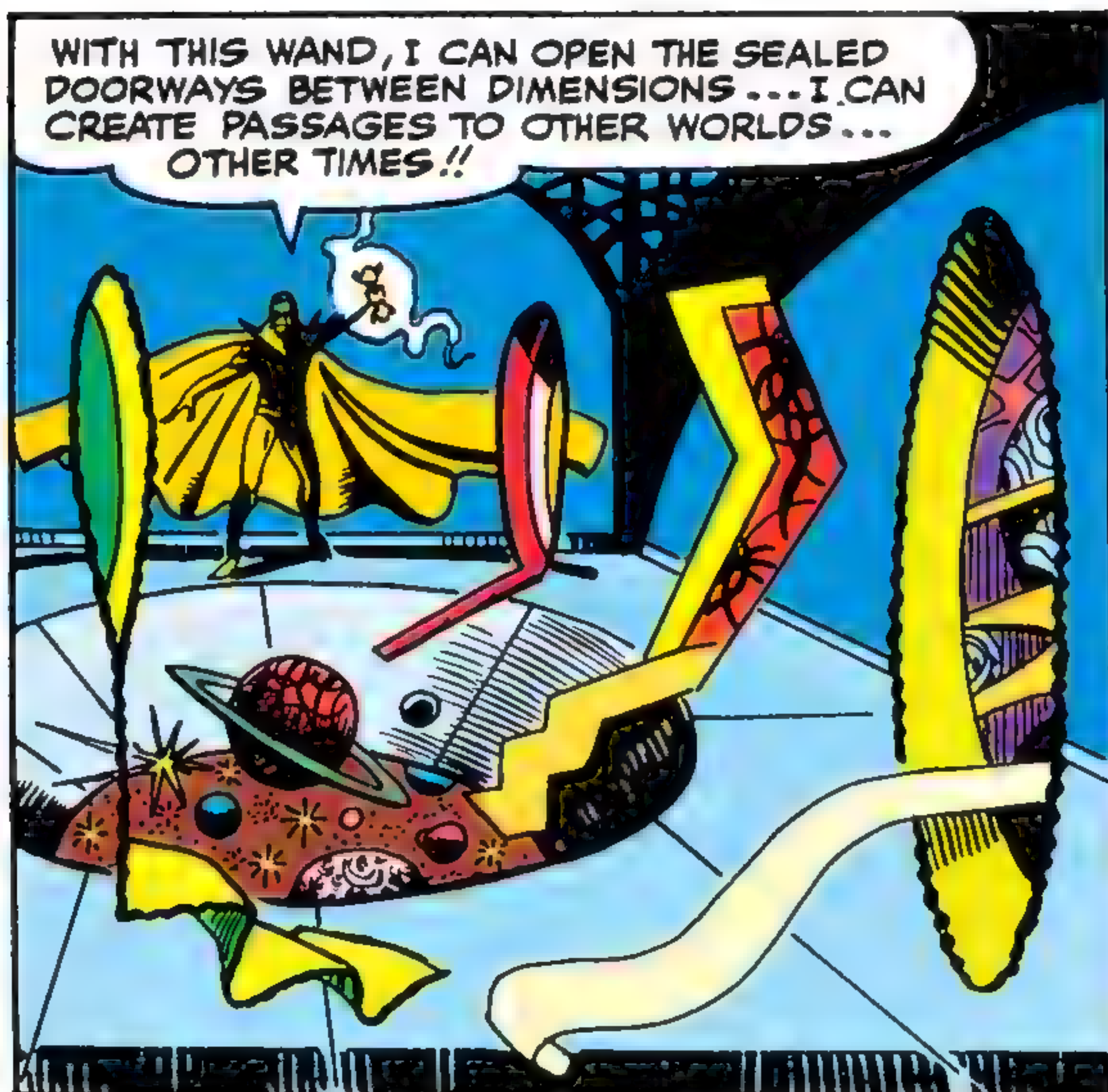
THE OTHER HALF OF THE **WAND OF WATOOMB!!** AT **LAST!**



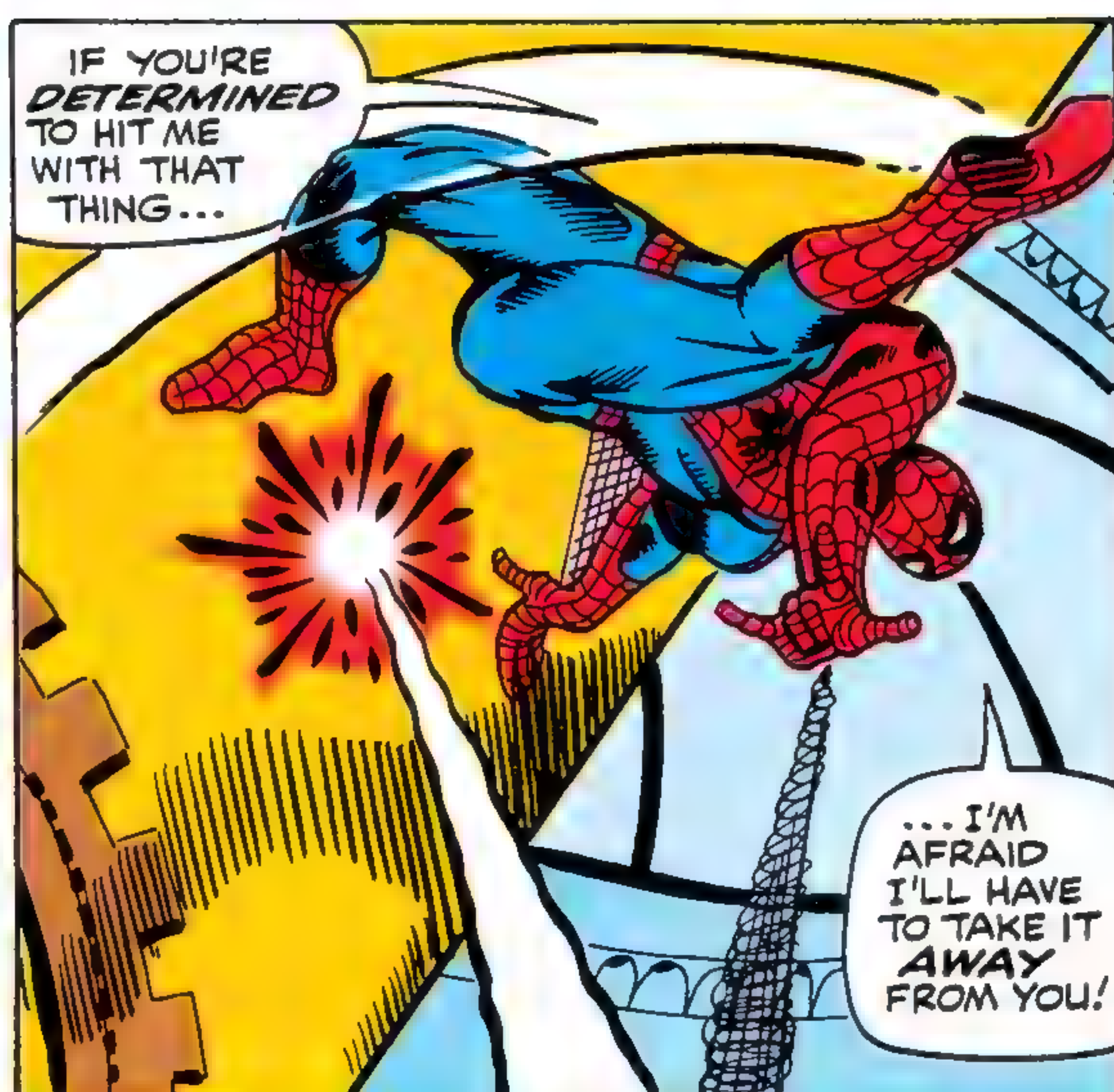
JOINING THE TWO GLOWING HALVES WITH TREMBLING FINGERS, THE EVIL **XANDU** FINALLY HOLDS THE COMPLETE OBJECT IN ONE HAND...FEELING A NEW SURGE OF **SHEER POWER** PULSATING THROUGH THE VERY FIBERS OF HIS BEING!!

IT'S THE GREATEST SOURCE OF MYSTIC POWER EVER POSSESSED BY ONE MAN...AND IT'S MINE...  
**MINE!!**





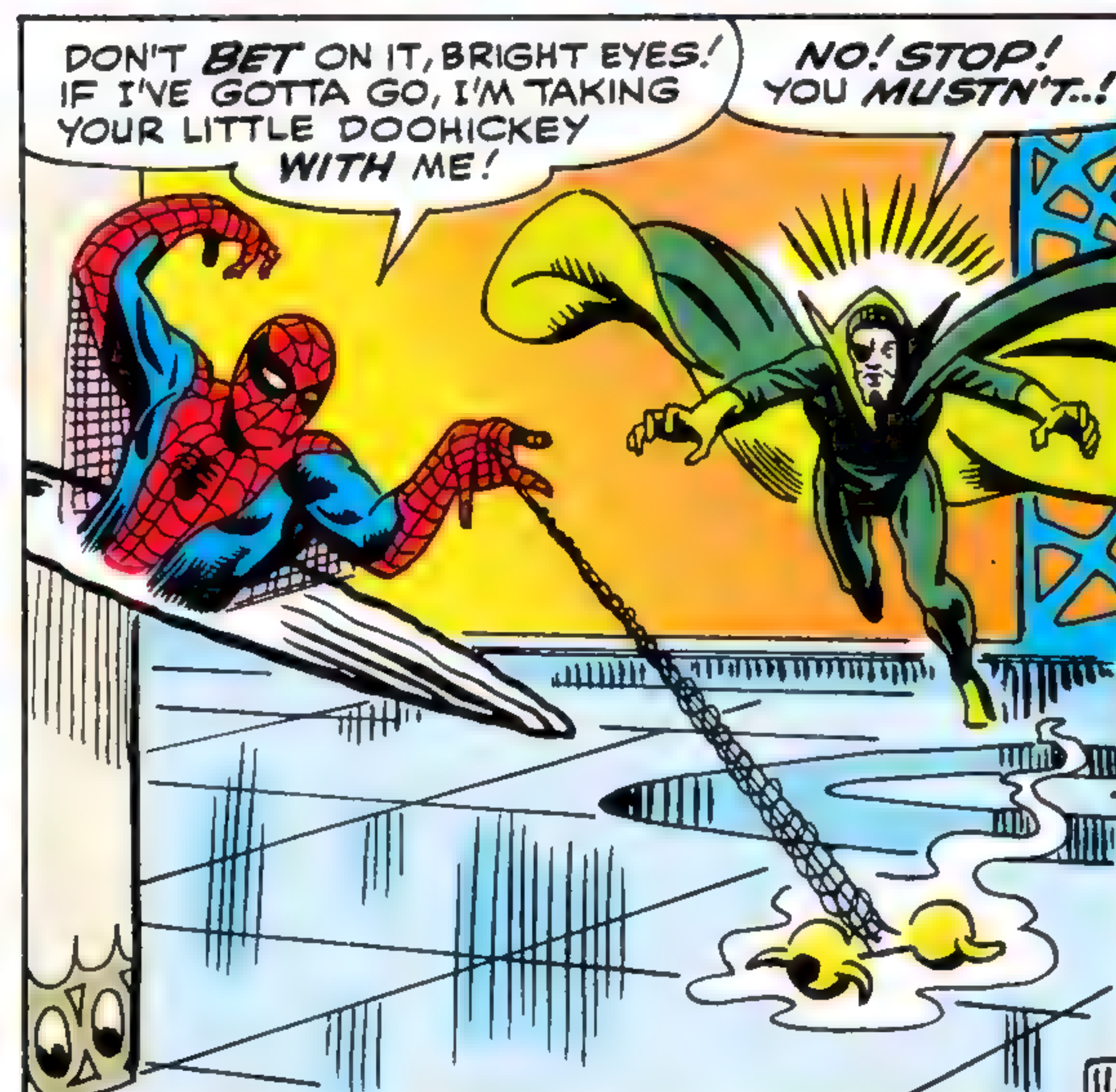
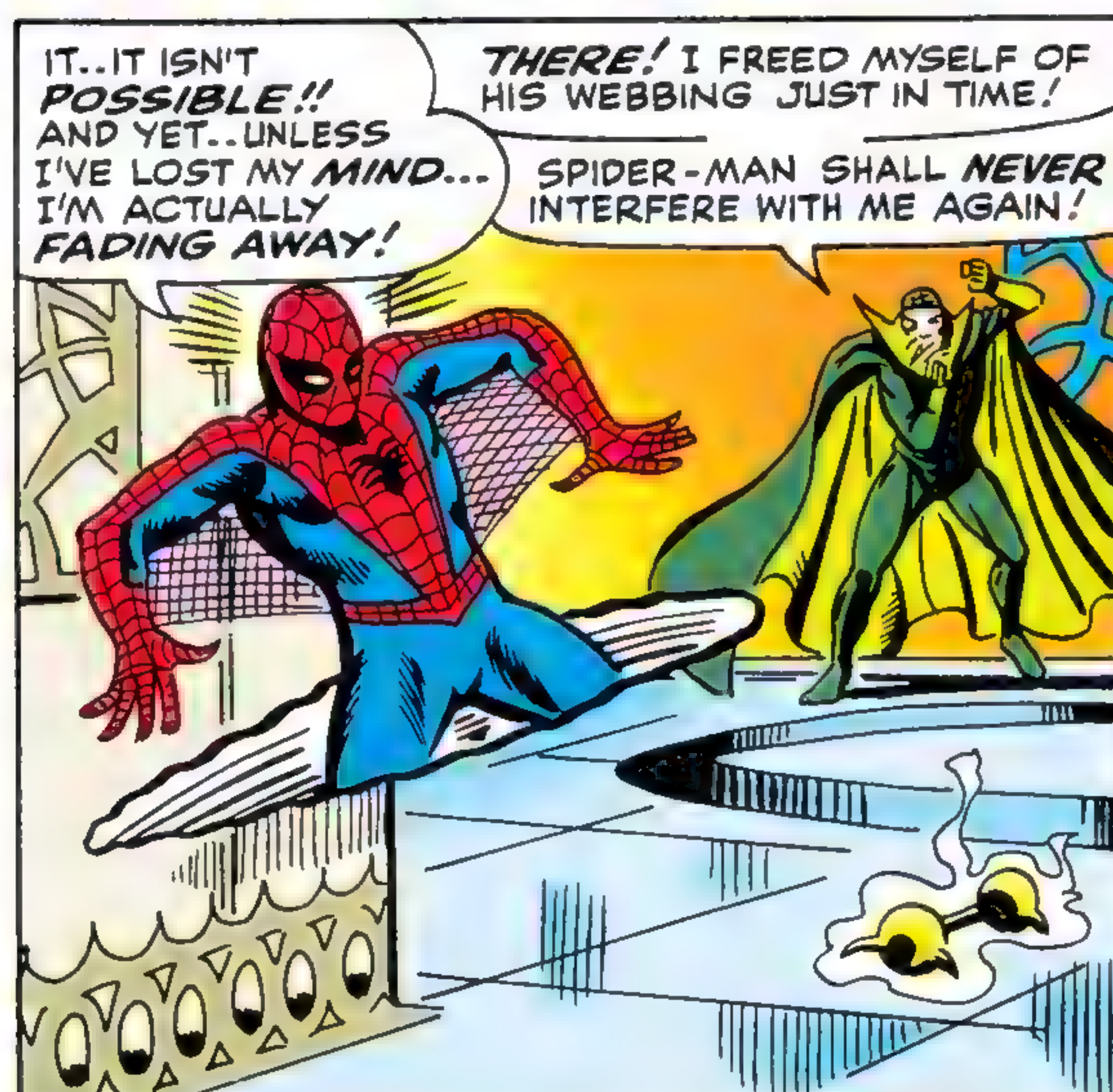
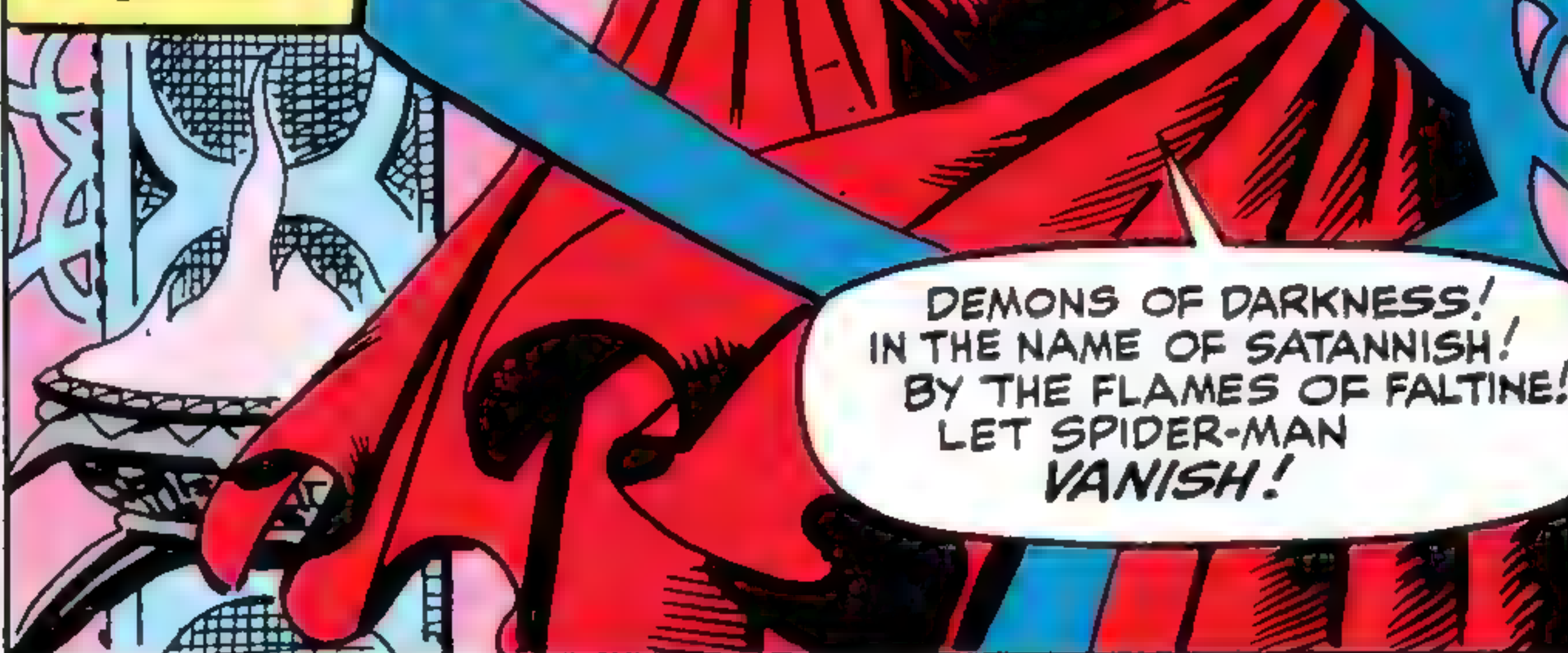




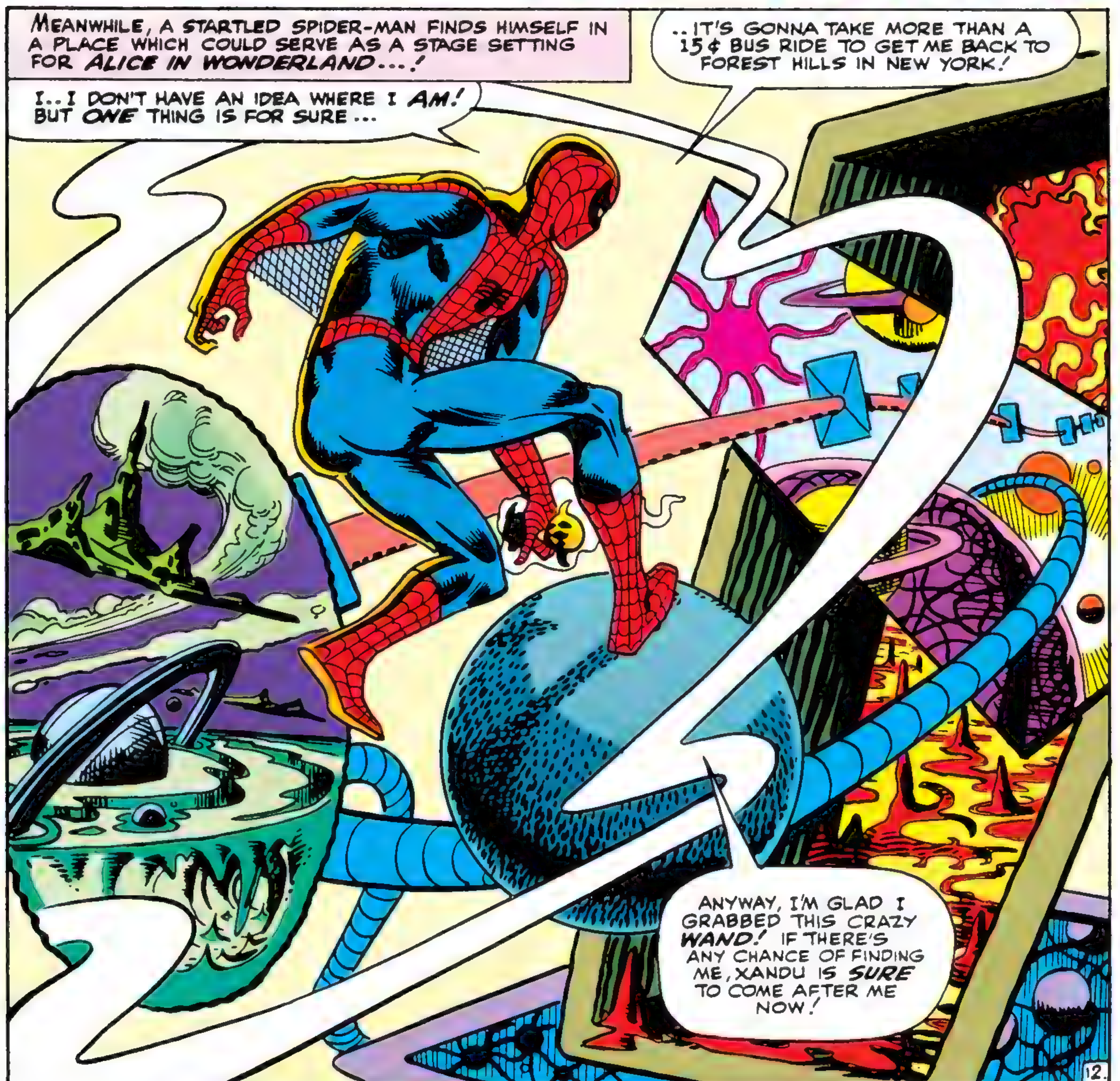
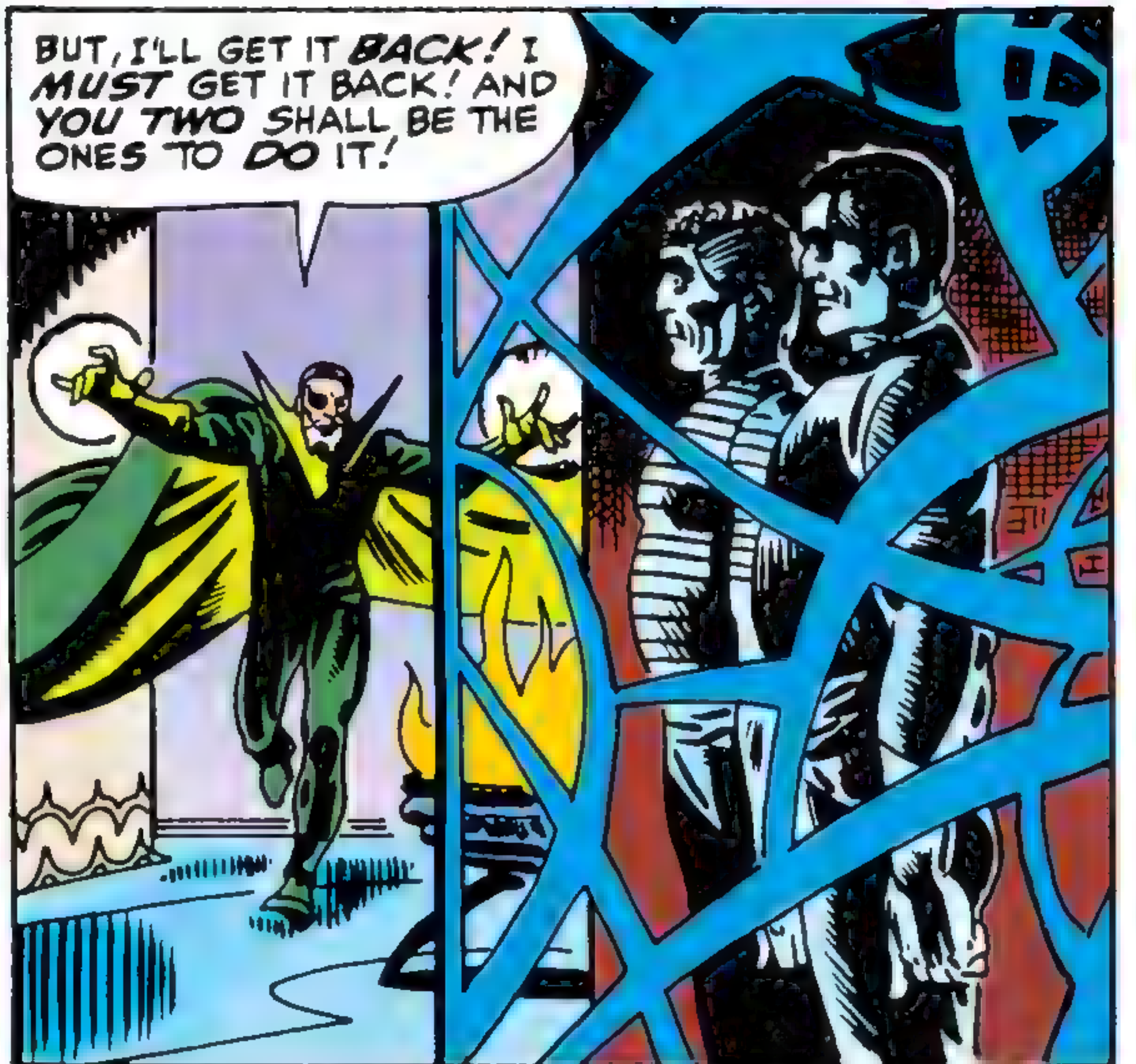
CAUGHT BY SURPRISE BY SPIDEY'S SUDDEN MANEUVER, XANDU DROPS THE ENCHANTED WAND AS THE QUICK-STICK WEBBING COVERS HIS EYES, OBSCURING HIS VISION...



BUT, IN THE NEXT SPLIT-SECOND, XANDU LASHES OUT WITH A MIGHTY SPELL... AN INCANTATION OF SUCH FORCE AND POWER THAT THE VERY WALLS BEGIN TO SHAKE...





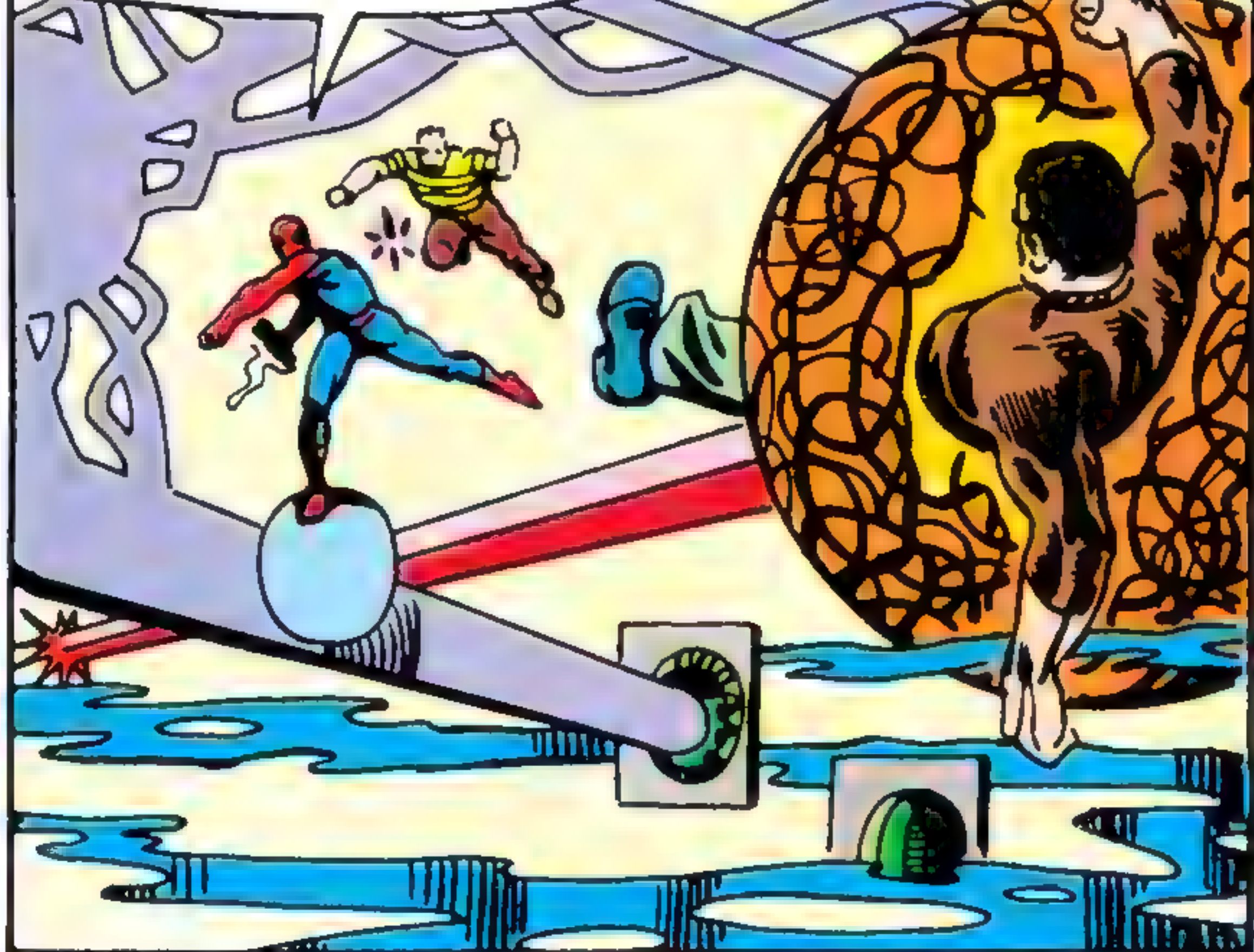




WELL, WELL! HERE COME THE TWO HAPPINESS BOYS! XANDU CERTAINLY DIDN'T WASTE ANY TIME!



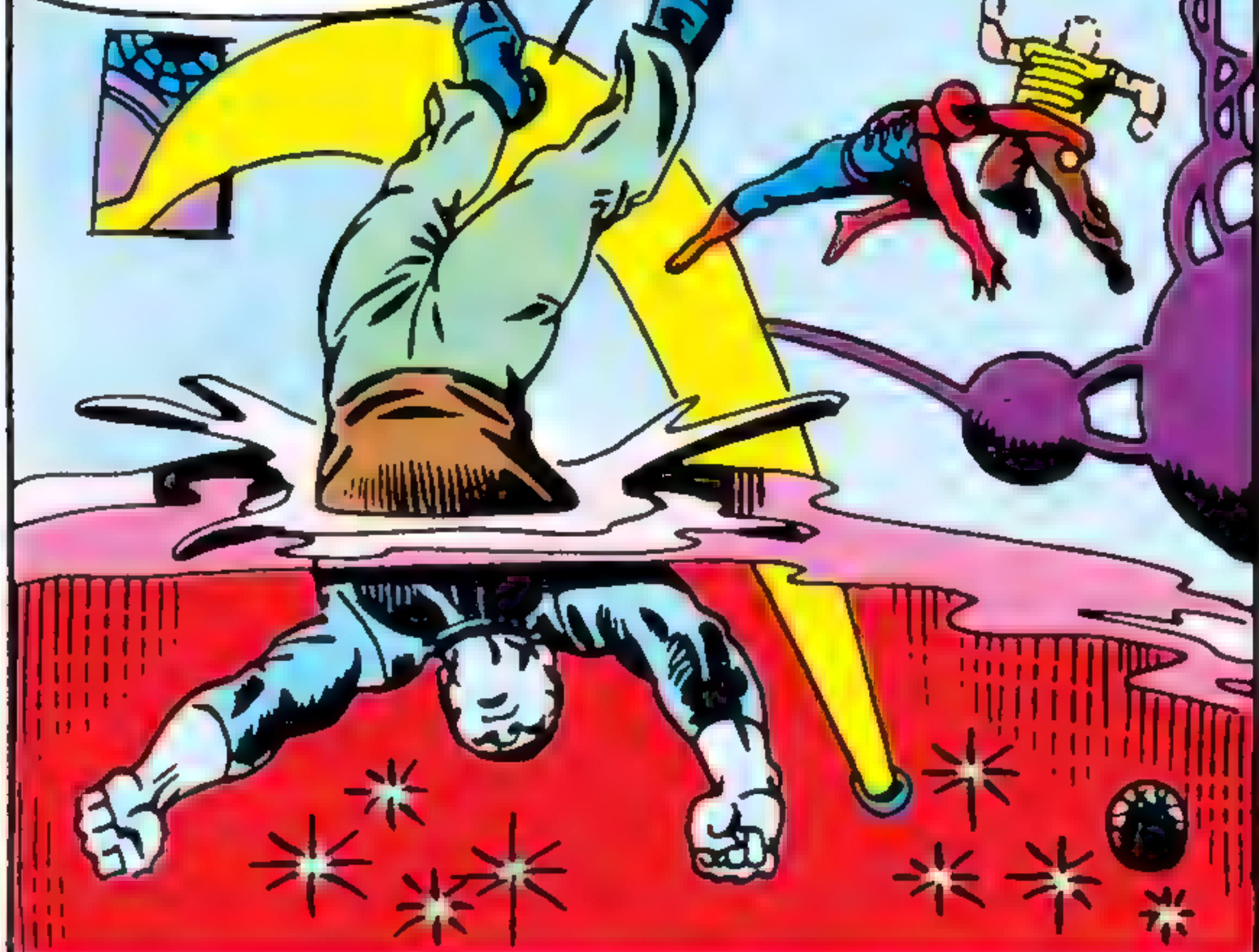
NOW THAT I KNOW WHAT YOU'RE AFTER... AND WHERE YOU GET YOUR POWER FROM, I'LL BE ABLE TO PUT UP A BETTER FIGHT... OR HAVE YOU ALREADY NOTICED?



I'LL HAVE TO KEEP THIS UP UNTIL THEY HEAD FOR HOME, AND THEN TRY TO FOLLOW THEM!



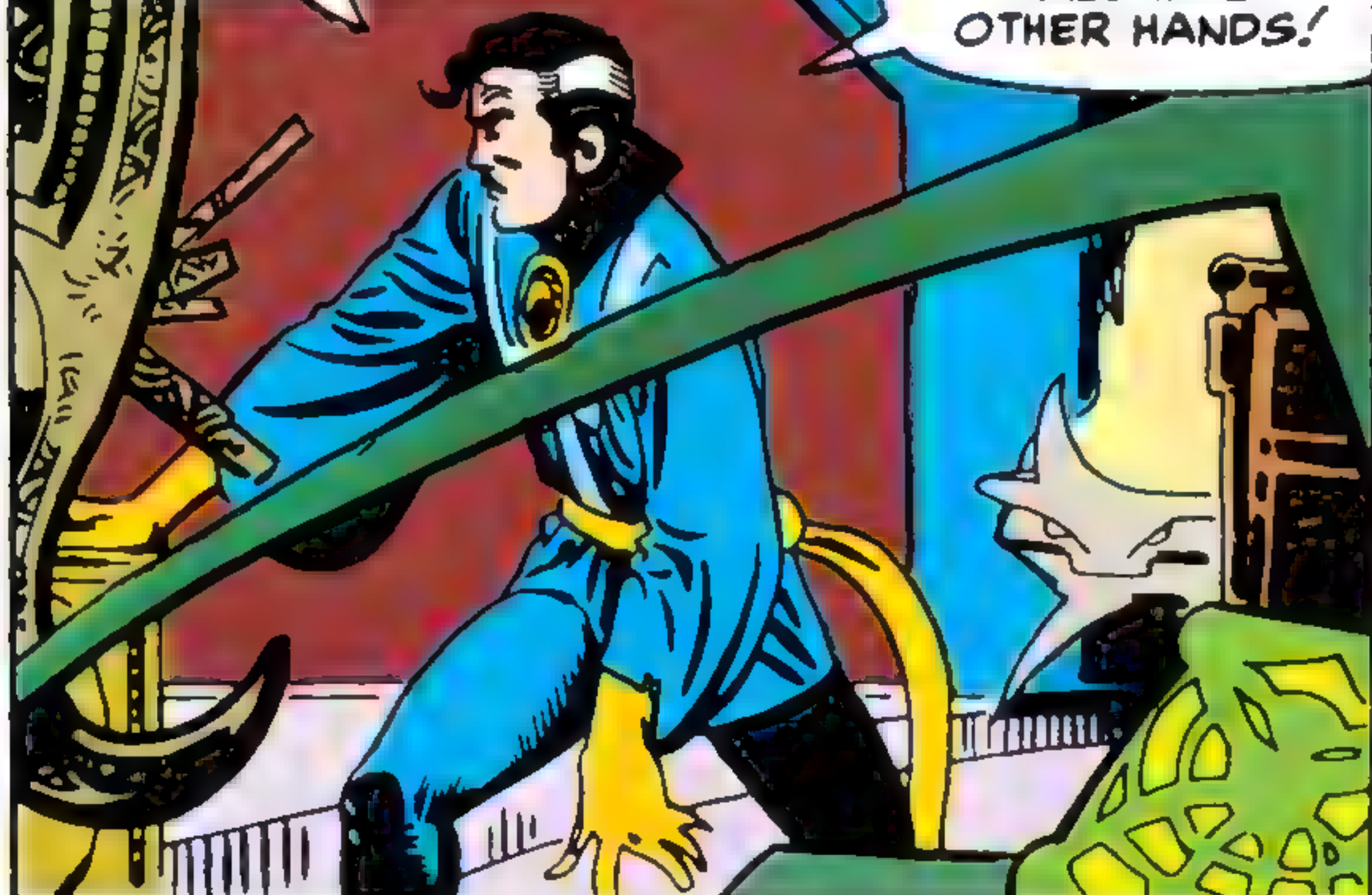
AT LEAST YOU GUYS DON'T TRY TO TALK A FELLA TO DEATH, LIKE SOME OTHERS I'VE FOUGHT!



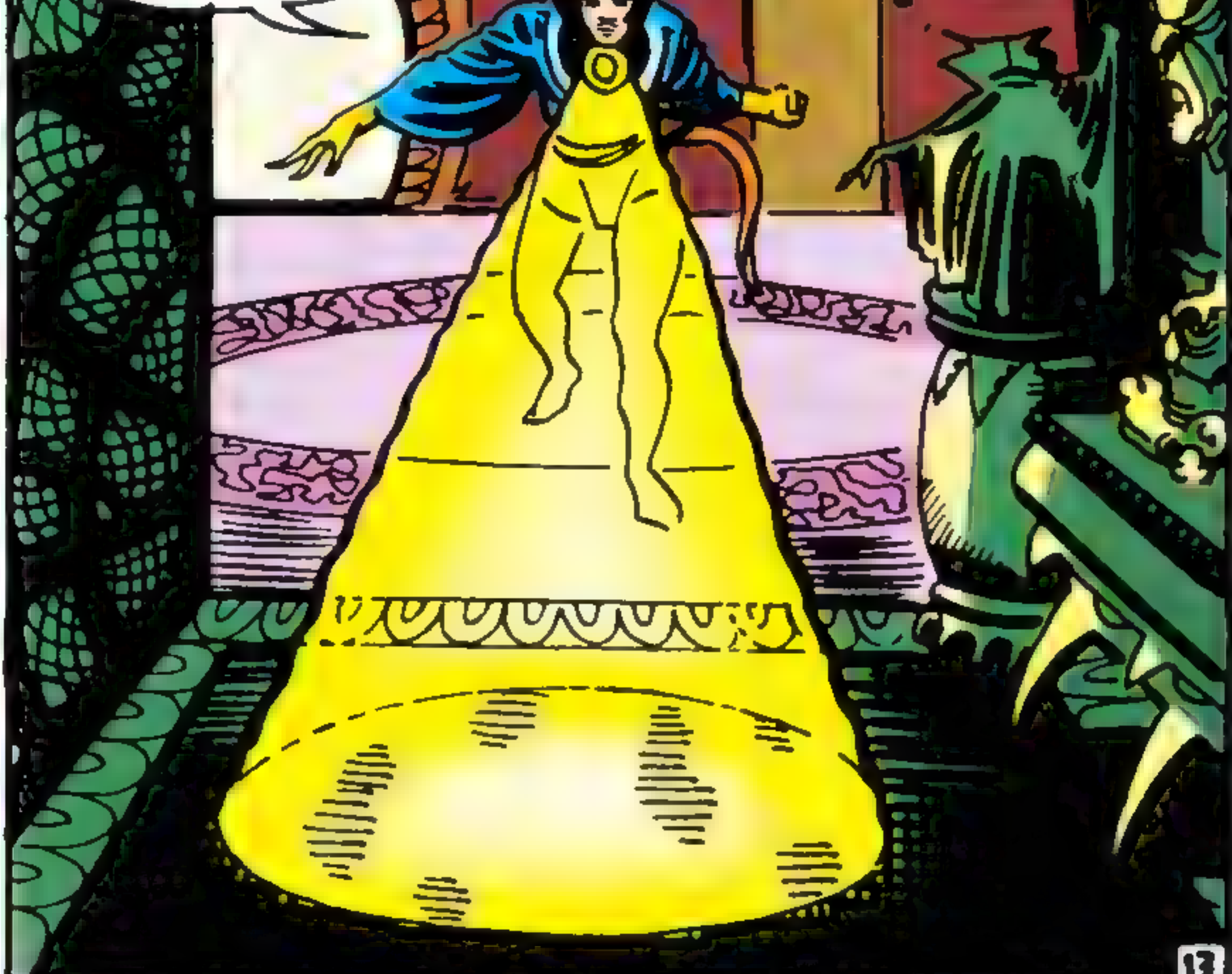
MEANWHILE, IN HIS MYSTIC RETREAT IN GREENWICH VILLAGE, DR. STRANGE FINALLY RECOVERS CONSCIOUSNESS...

MY HALF OF THE ENCHANTED WAND OF WATOOMB IS GONE! SO THAT'S WHAT THEY WERE AFTER!

BUT IT *MUST* BE FOUND! ITS POWER IS TOO GREAT TO BE ALLOWED TO FALL INTO OTHER HANDS!



THUS, THE POWER OF MY AMULET SHALL GUIDE ME TO THE ONE I SEEK!



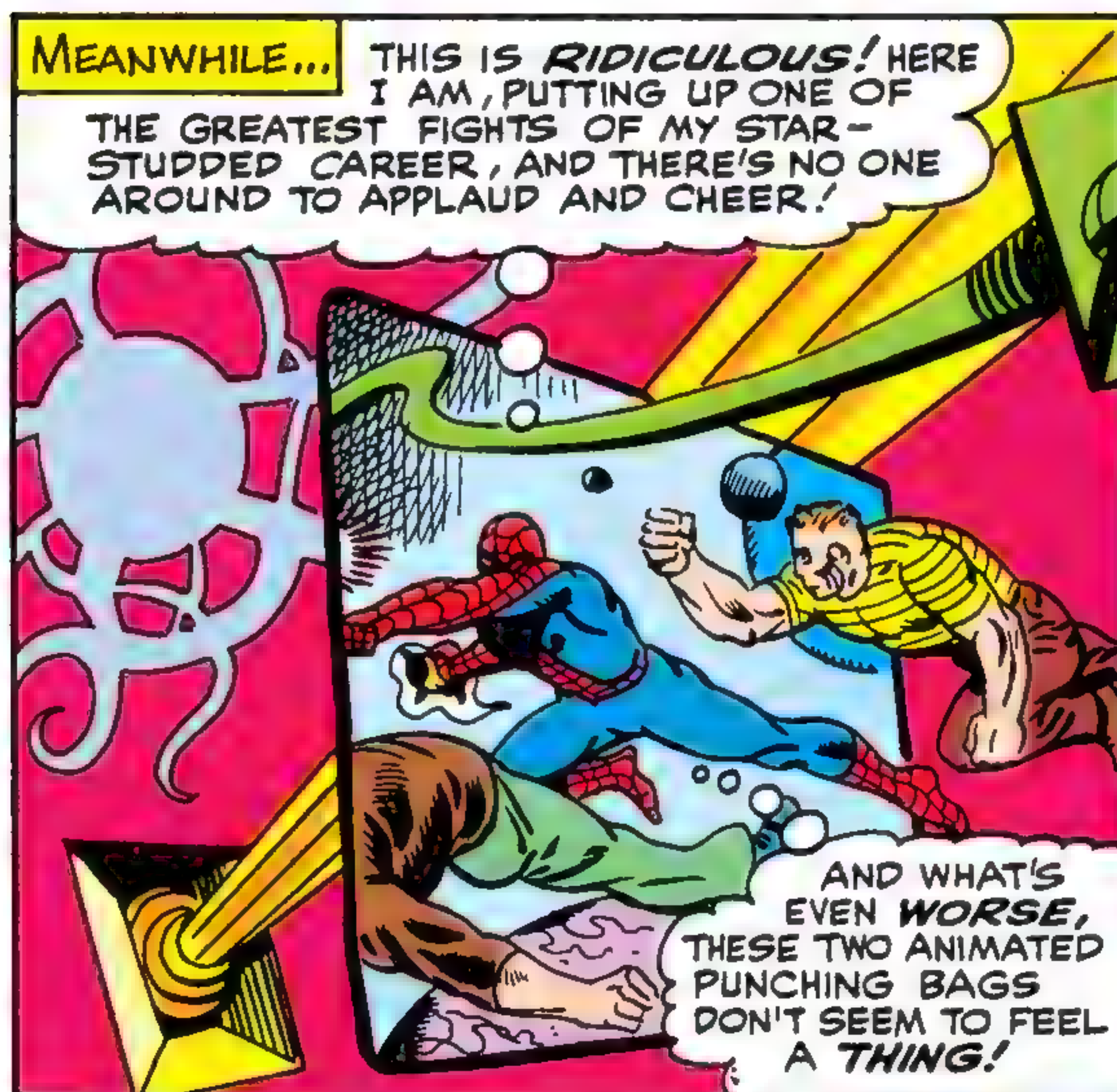




I SHALL TAKE MY MAGIC CLOAK OF LEVITATION AND FOLLOW, NO MATTER WHERE THE TRAIL MAY LEAD!



THEN, IN THE NAME OF THE ALL-SEEING EYE OF AGAMOTTO, THE WAND SHALL BE RETRIEVED, THOUGH THE VIPERS OF VALTORR THEMSELVES MAY BLOCK THE WAY!



MEANWHILE... THIS IS *RIDICULOUS!* HERE I AM, PUTTING UP ONE OF THE GREATEST FIGHTS OF MY STAR-STUPPED CAREER, AND THERE'S NO ONE AROUND TO APPLAUD AND CHEER!

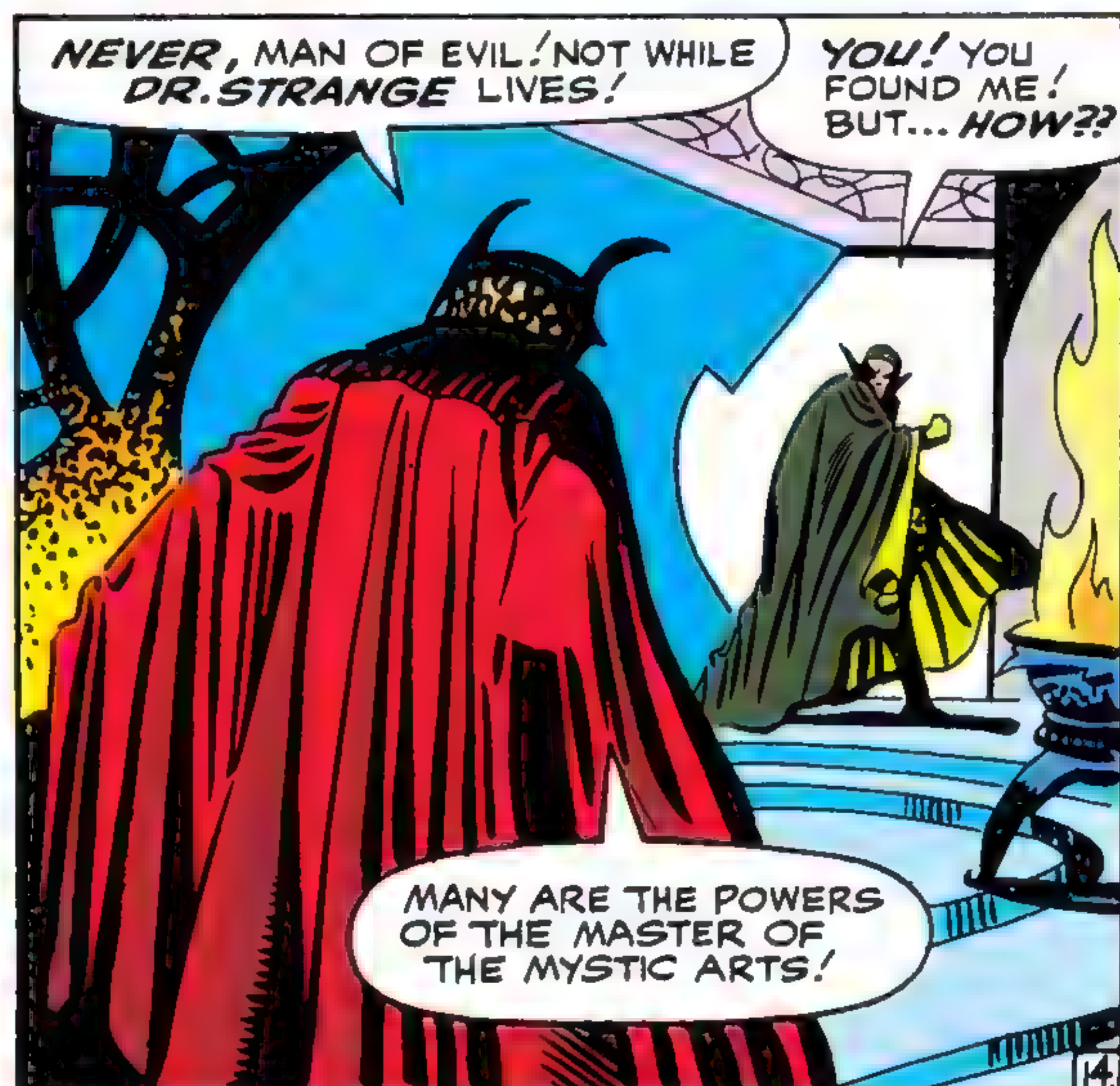
AND WHAT'S EVEN *WORSE*, THESE TWO ANIMATED PUNCHING BAGS DON'T SEEM TO FEEL A *THING!*



KEEP FIGHTING!! HE *HAS* TO WEAKEN SOON! GOOD! *GOOD!* YOU ALMOST *SEIZED* IT THEN!



ONCE THEY RETRIEVE IT AGAIN, I SHALL BRING IT BACK FROM THE BEYOND, AND SUPREME POWER SHALL BE *MINE* ONCE MORE!

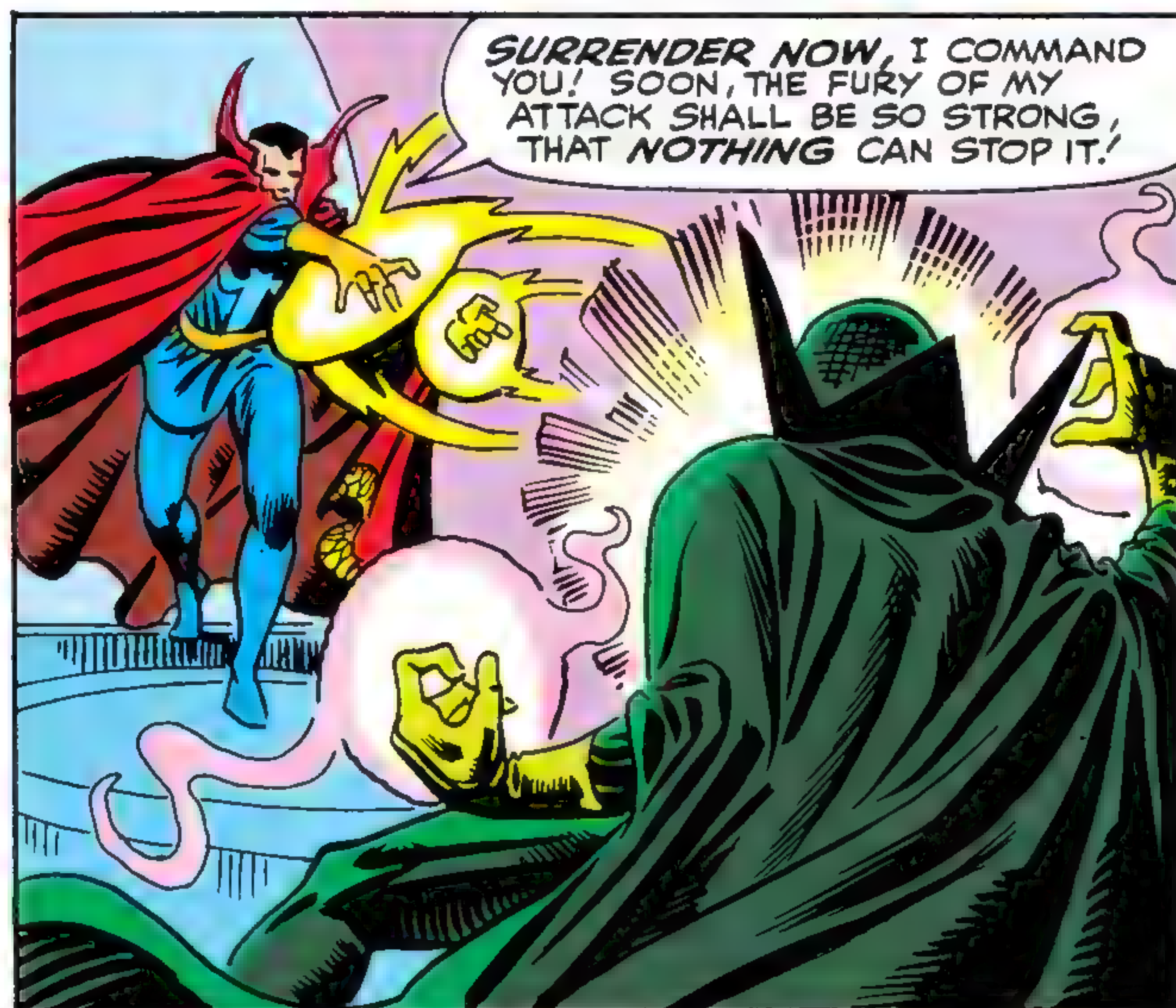
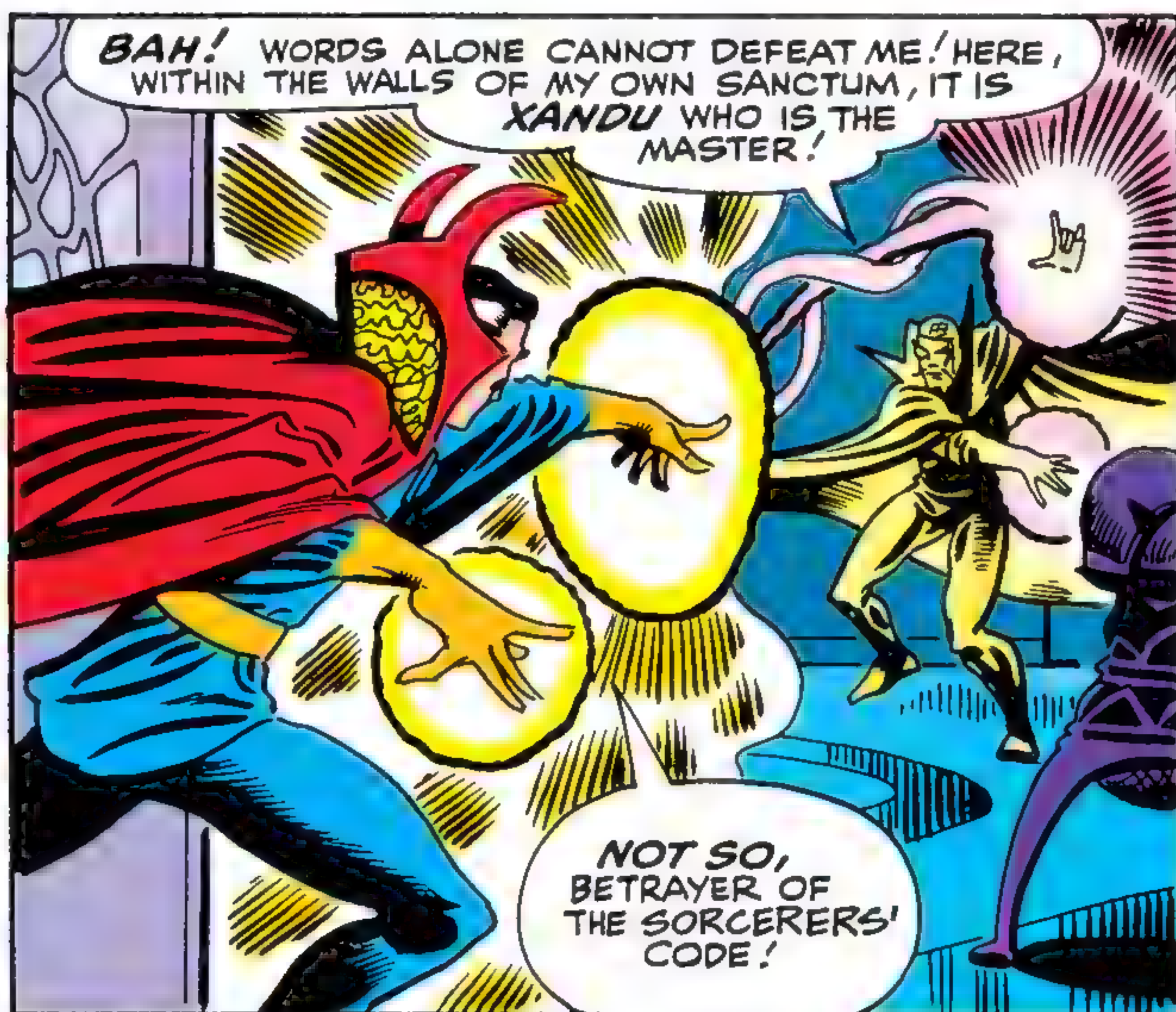


NEVER, MAN OF EVIL! NOT WHILE *DR. STRANGE* LIVES!

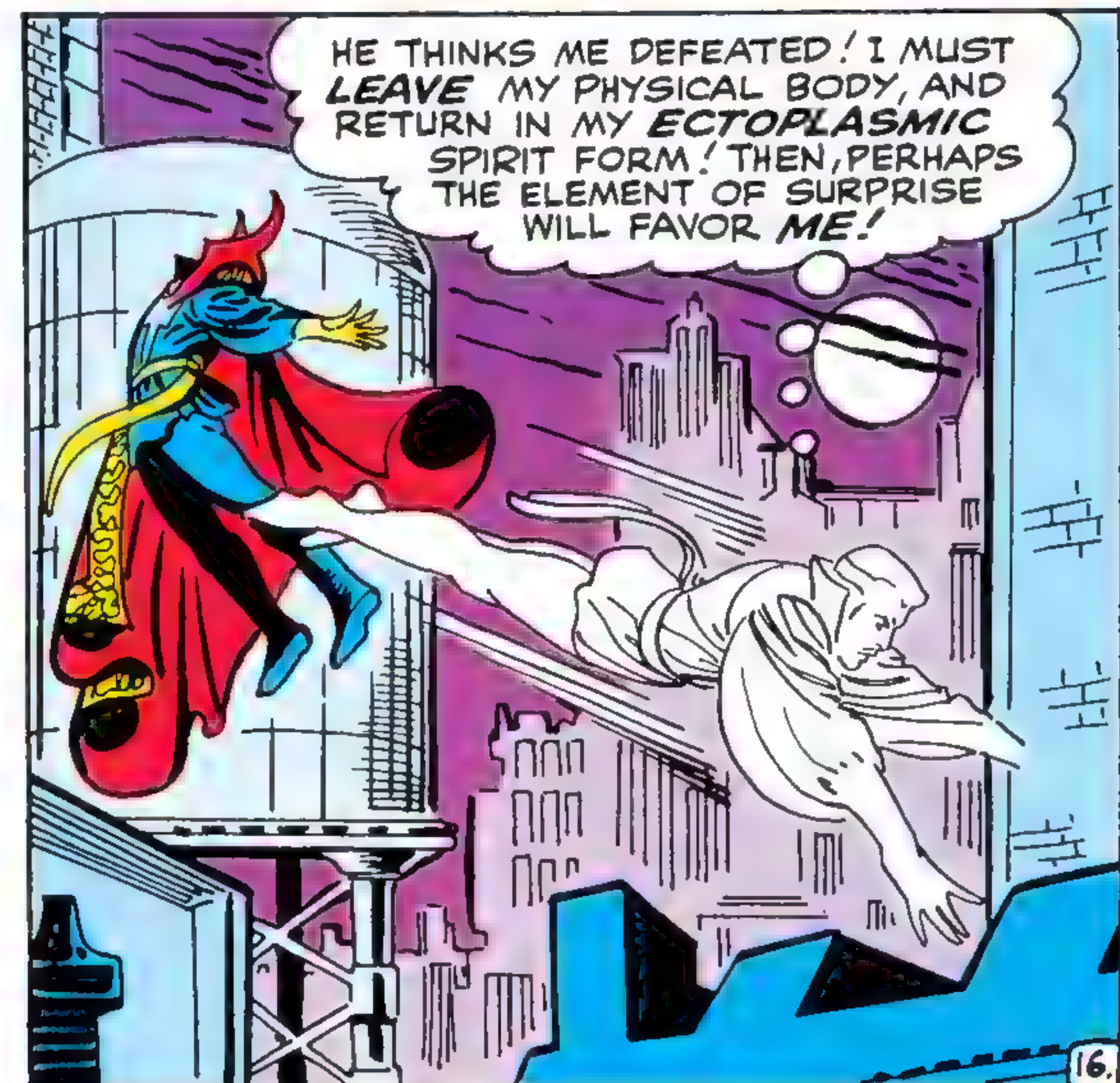
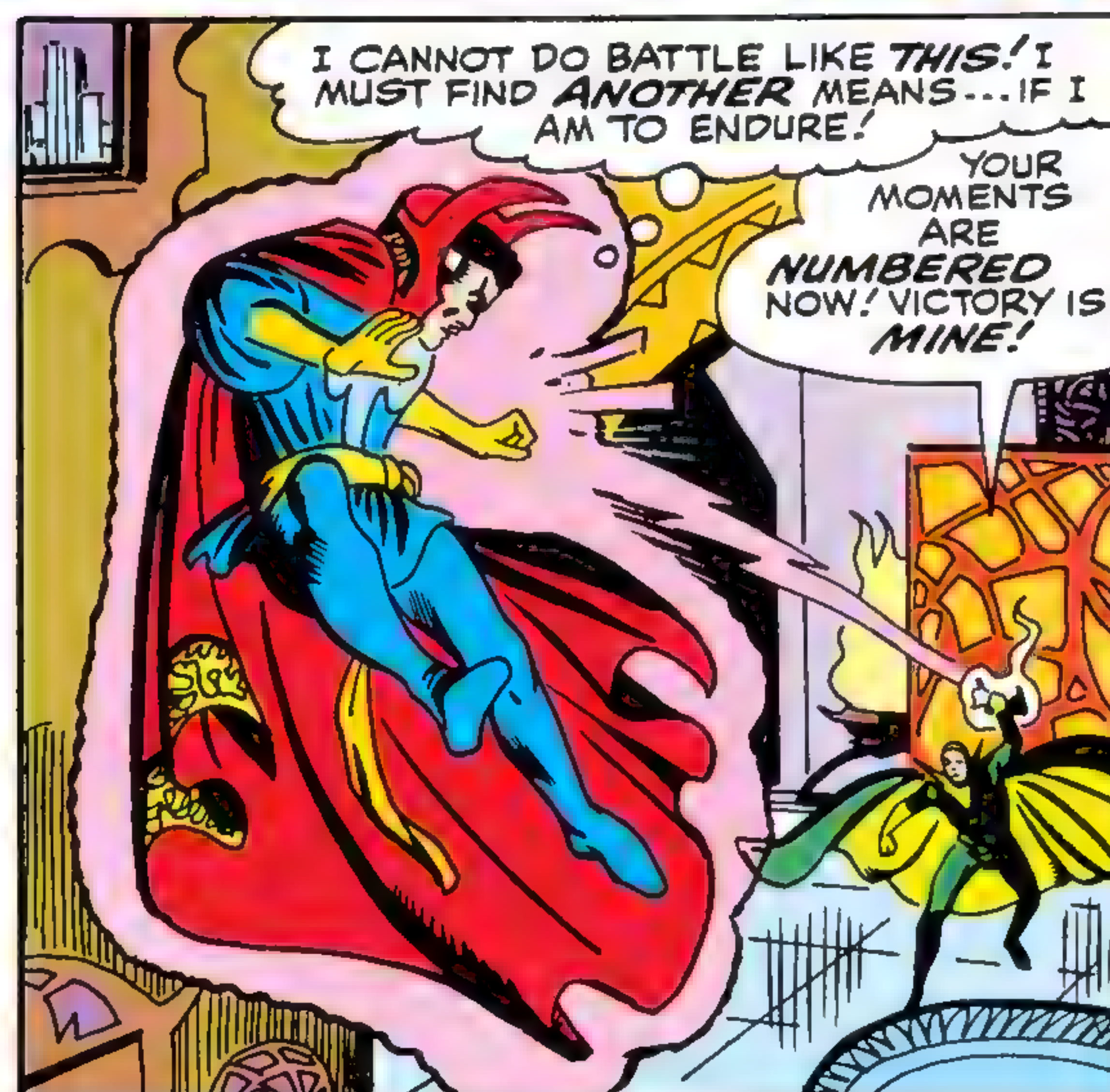
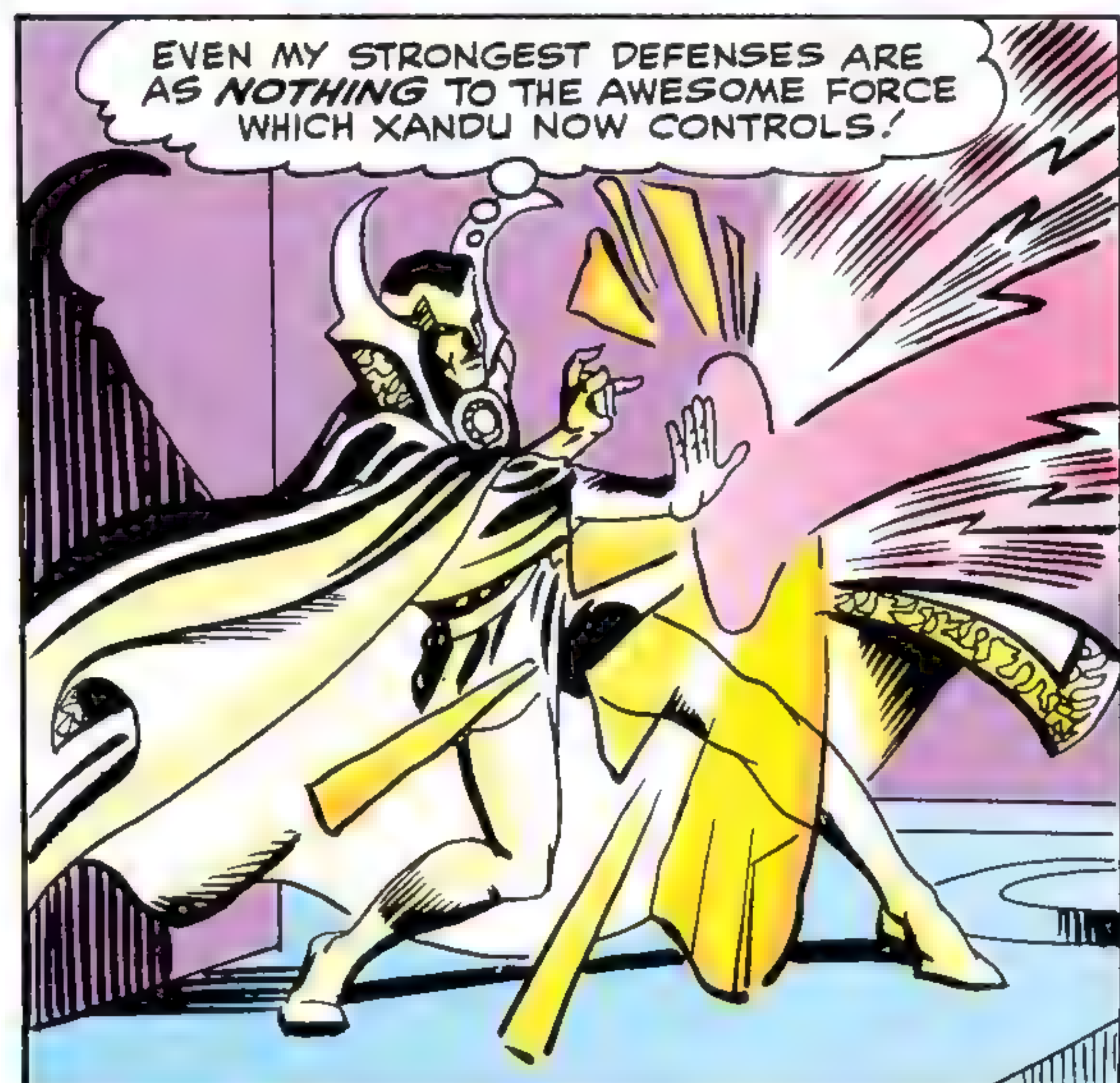
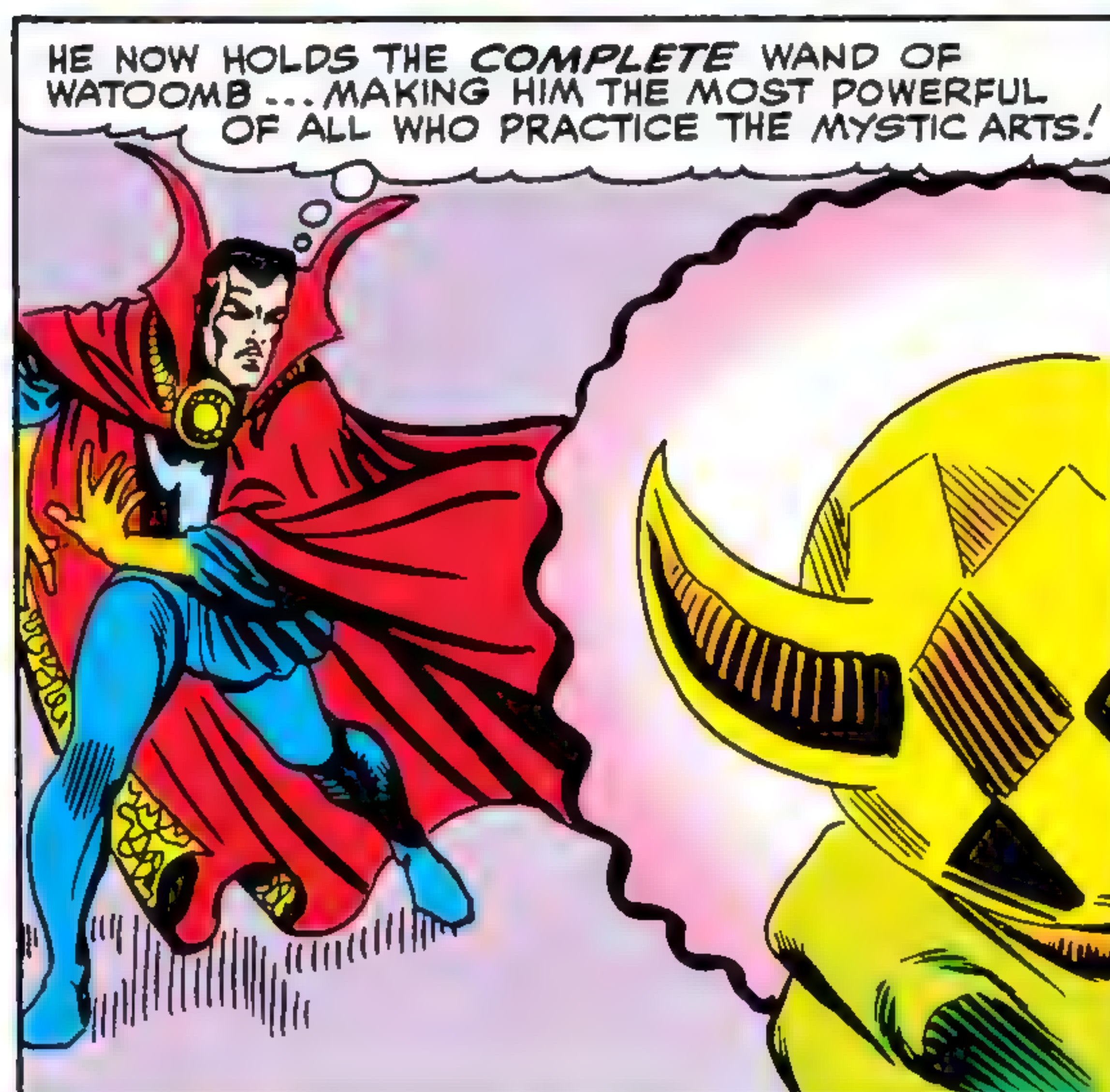
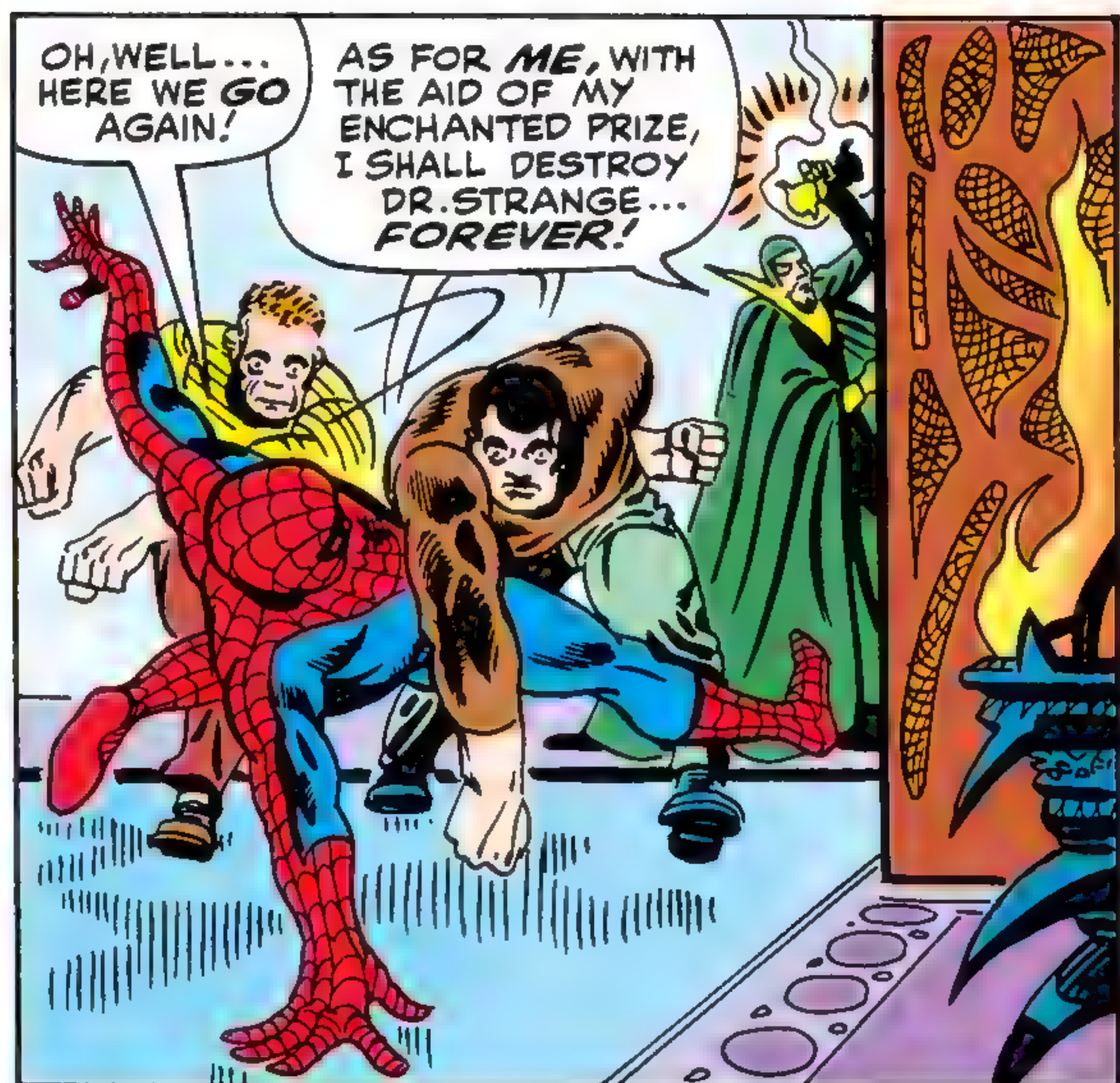
*YOU!* YOU FOUND ME! BUT... *HOW??*

MANY ARE THE POWERS OF THE MASTER OF THE MYSTIC ARTS!

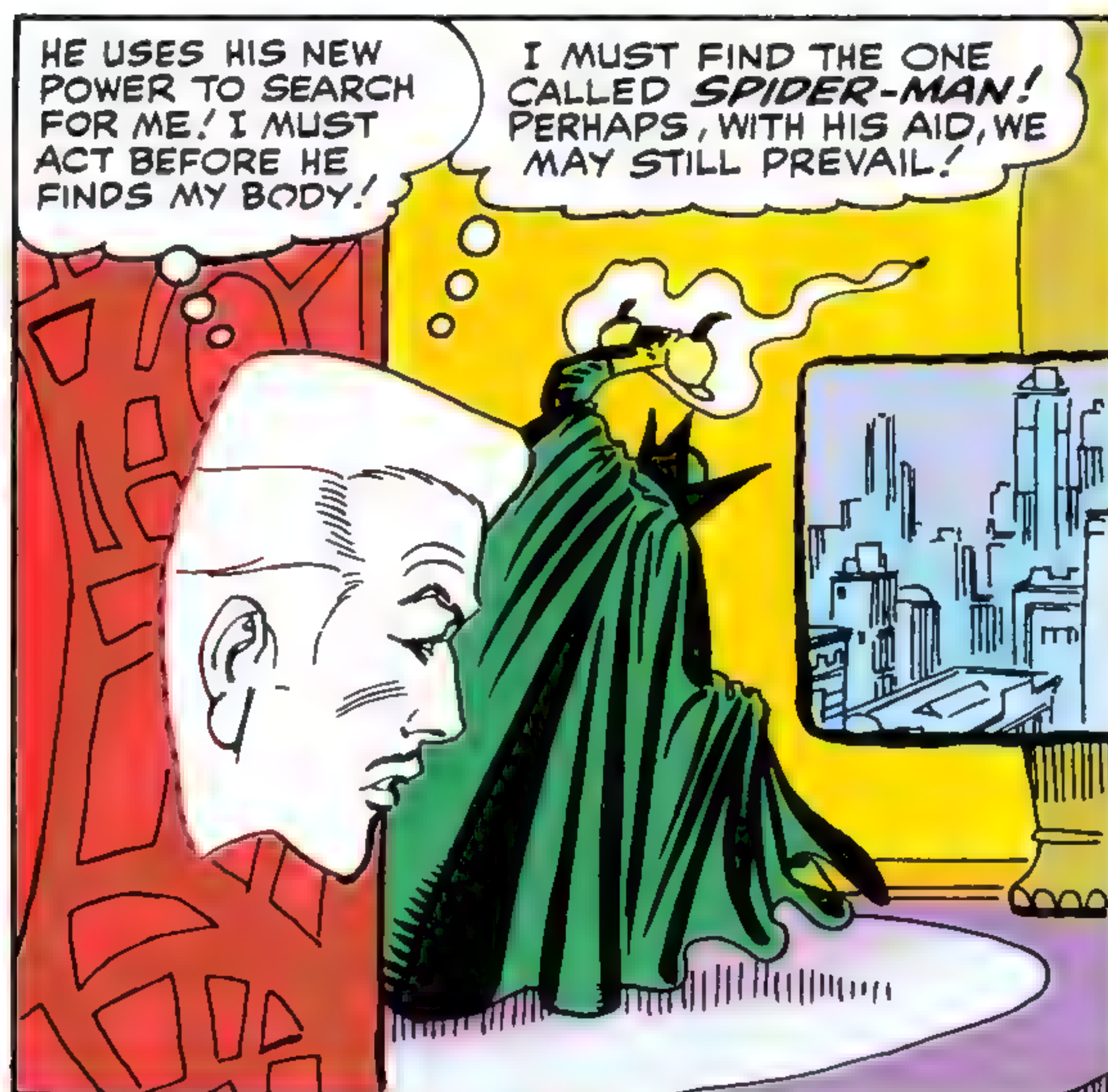






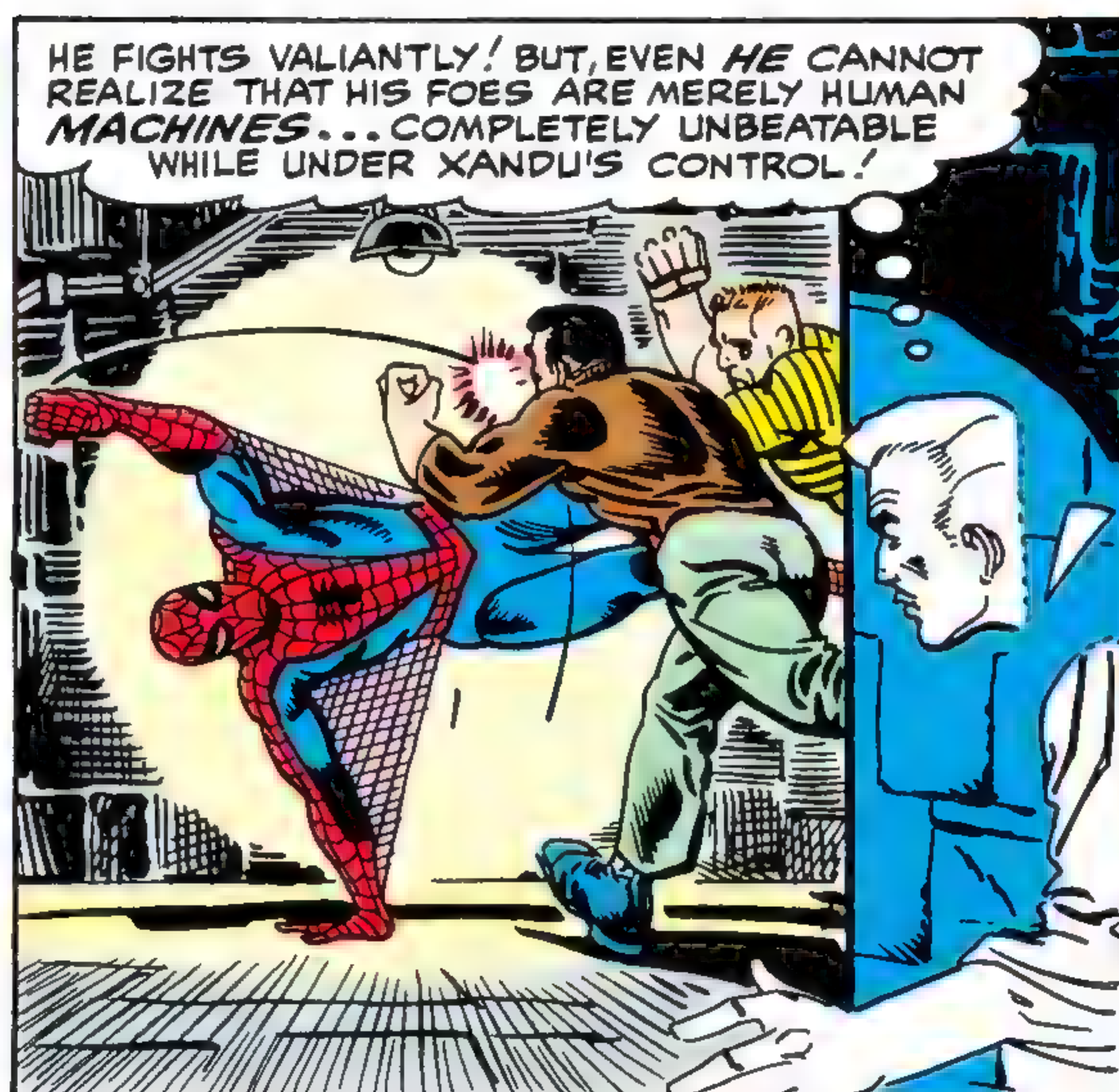






HE USES HIS NEW POWER TO SEARCH FOR ME! I MUST ACT BEFORE HE FINDS MY BODY!

I MUST FIND THE ONE CALLED **SPIDER-MAN**! PERHAPS, WITH HIS AID, WE MAY STILL PREVAIL!



HE FIGHTS VALIANTLY! BUT, EVEN *HE* CANNOT REALIZE THAT HIS FOES ARE MERELY HUMAN **MACHINES**... COMPLETELY UNBEATABLE WHILE UNDER XANDU'S CONTROL!



I MUST PLANT A **THOUGHT** IN HIS MIND... A THOUGHT WHICH CAN **SAVE** HIM!

THE WIRES BEHIND YOU... **GRAB THEM!** LET THEM **TOUCH** AT THE PROPER SECOND...!



AT THE URGING OF *DR. STRANGE*, THE LIGHTNING-FAST REFLEXES OF **SPIDER-MAN**... THE BRILLIANT BRAIN OF **PETER PARKER**... GRASP THE THOUGHT IN A SPLIT-SECOND, AND THEN...!

HE **DID IT!** HE GAVE THEM A POWERFUL ELECTRIC SHOCK JUST AS THEY CLOSED IN FOR THE FINAL ASSAULT!



HEY, WHAT GIVES? WHAT'S GOIN' ON HERE?

SEARCH *ME!*? HOW'D WE GET HERE? AND... WHY AM I SO BLAMED **TIRED?**

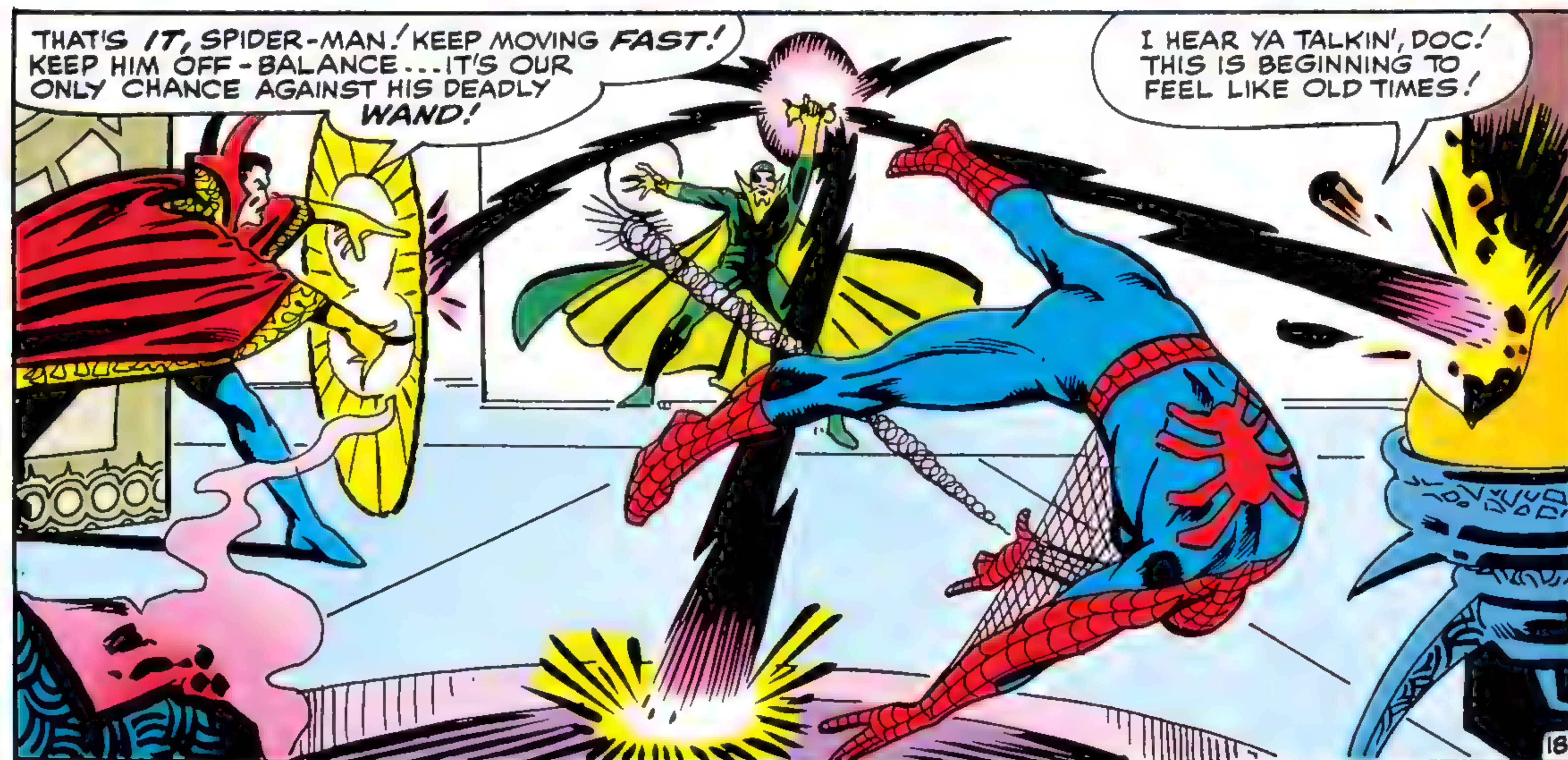
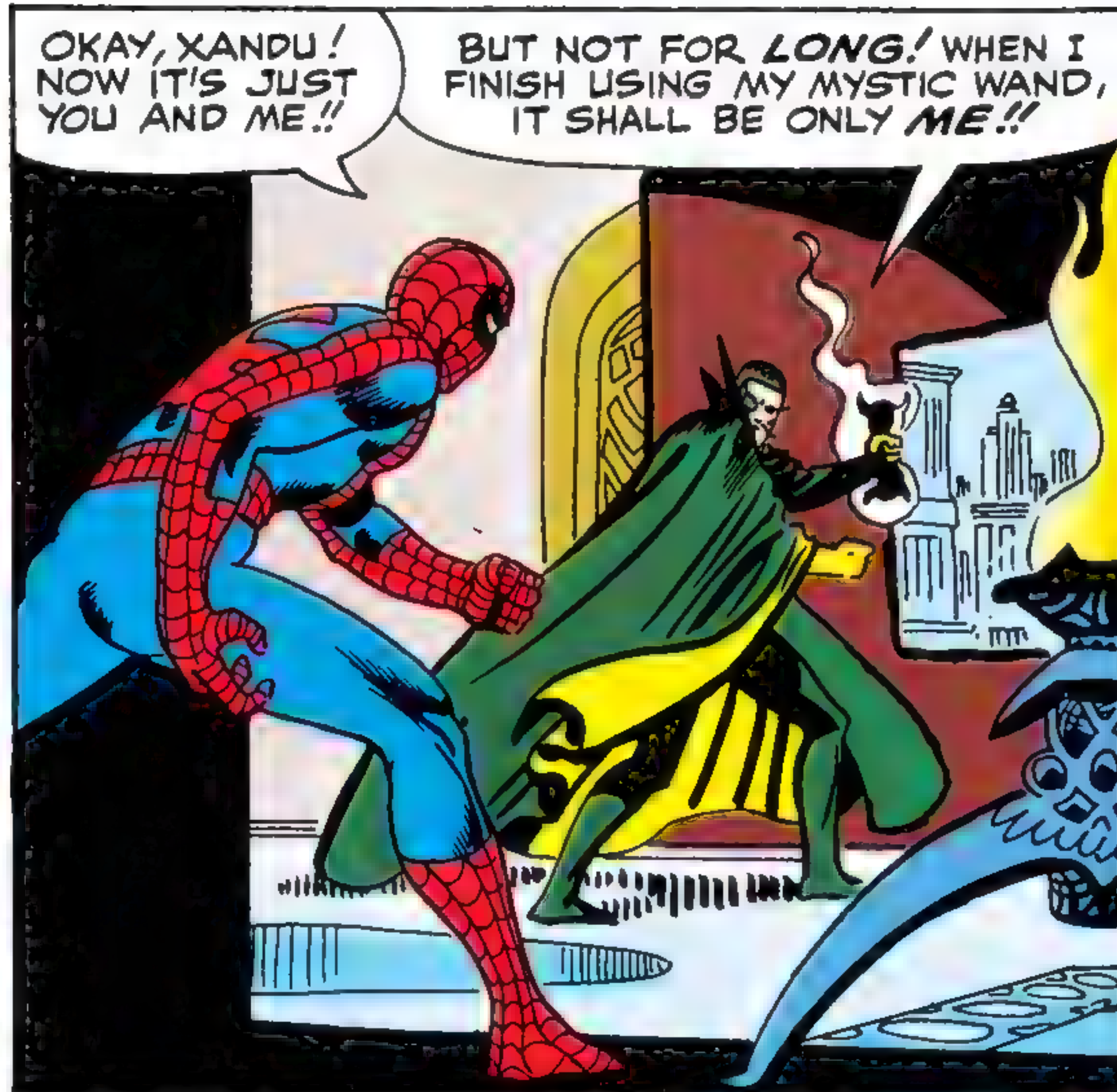
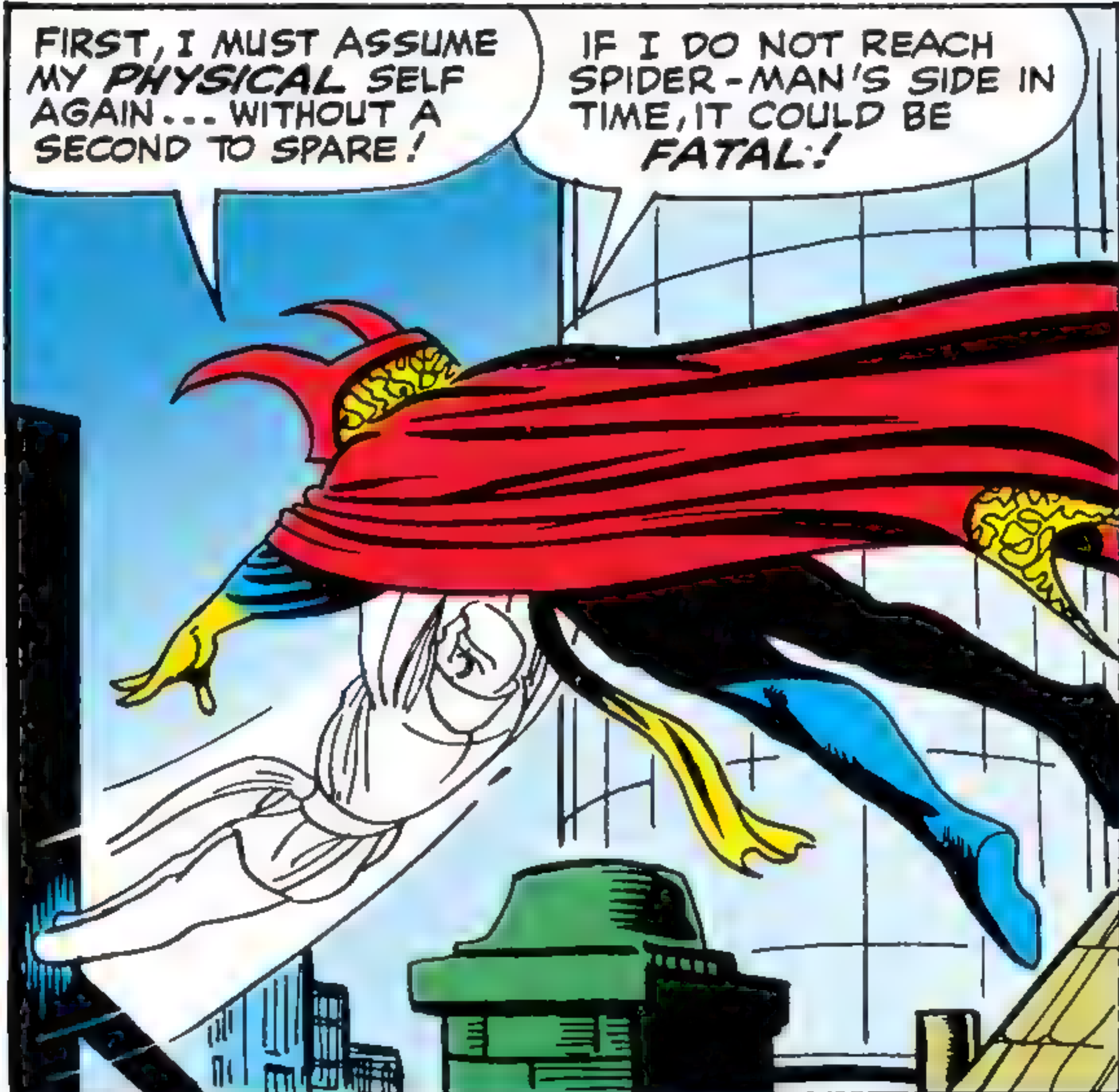
IT WAS THE ONLY WAY TO RELEASE THEM FROM XANDU'S SPELL! THEY WILL NOT TROUBLE YOU AGAIN!



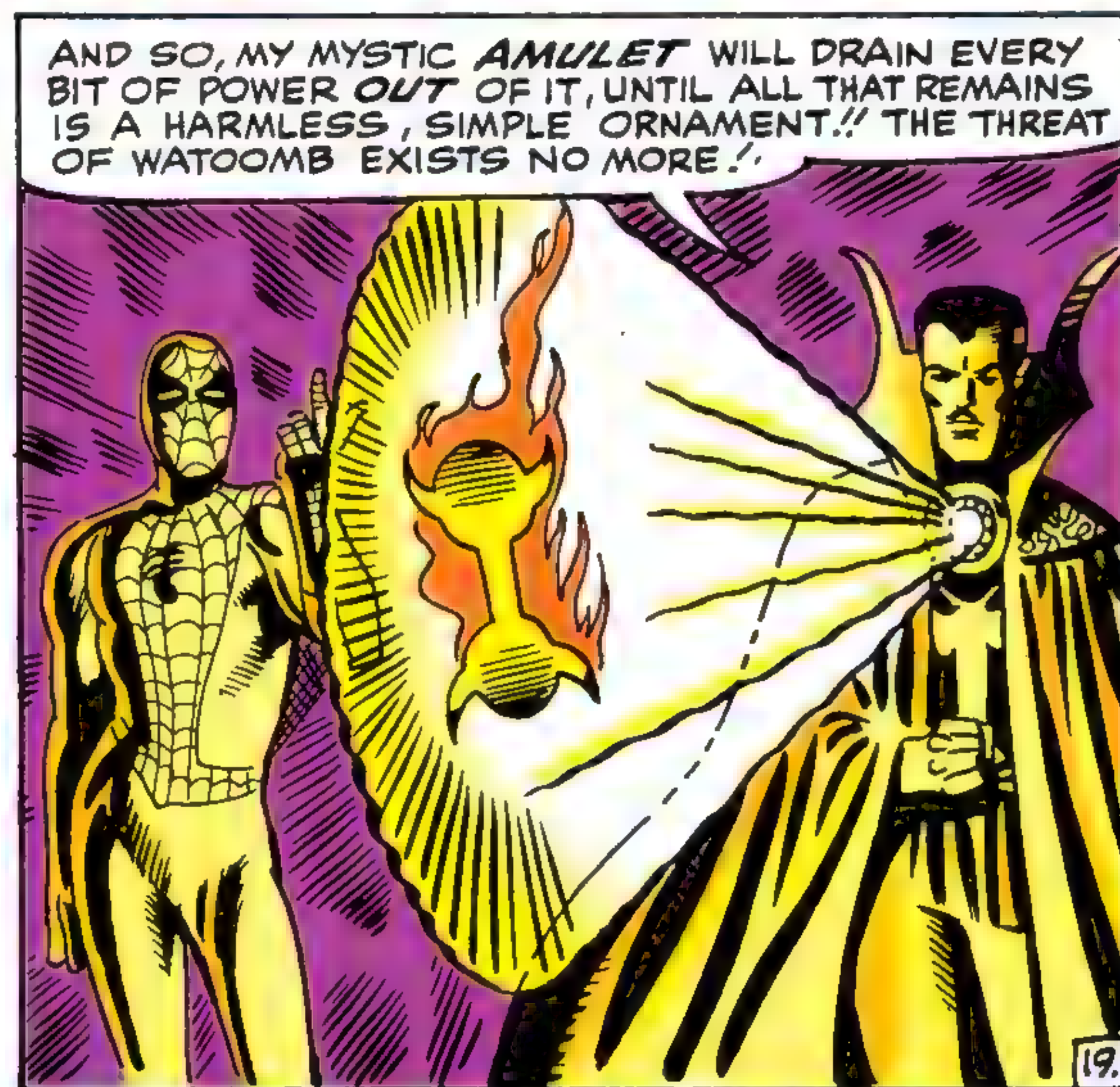
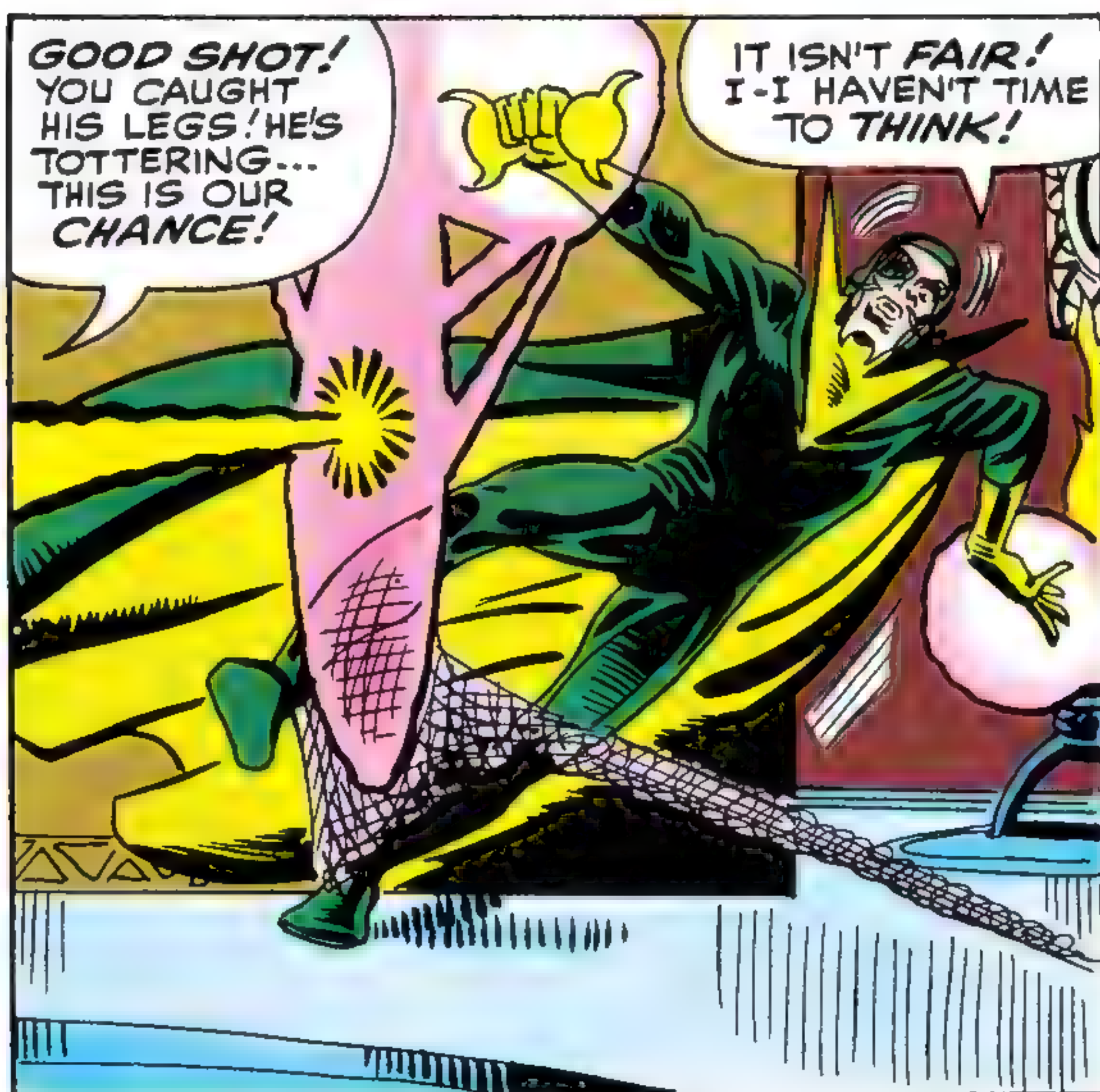
I'M **STILL** NOT SURE WHAT THIS IS ALL ABOUT, BUT IF THAT CREEP **XANDU** IS BEHIND IT, THEN HE'S FOR *ME!*

**SPIDER-MAN** IS NO MATCH FOR THE MYSTIC POWER OF THE EVIL ONE! I MUST FIND A WAY TO AID HIM FURTHER!

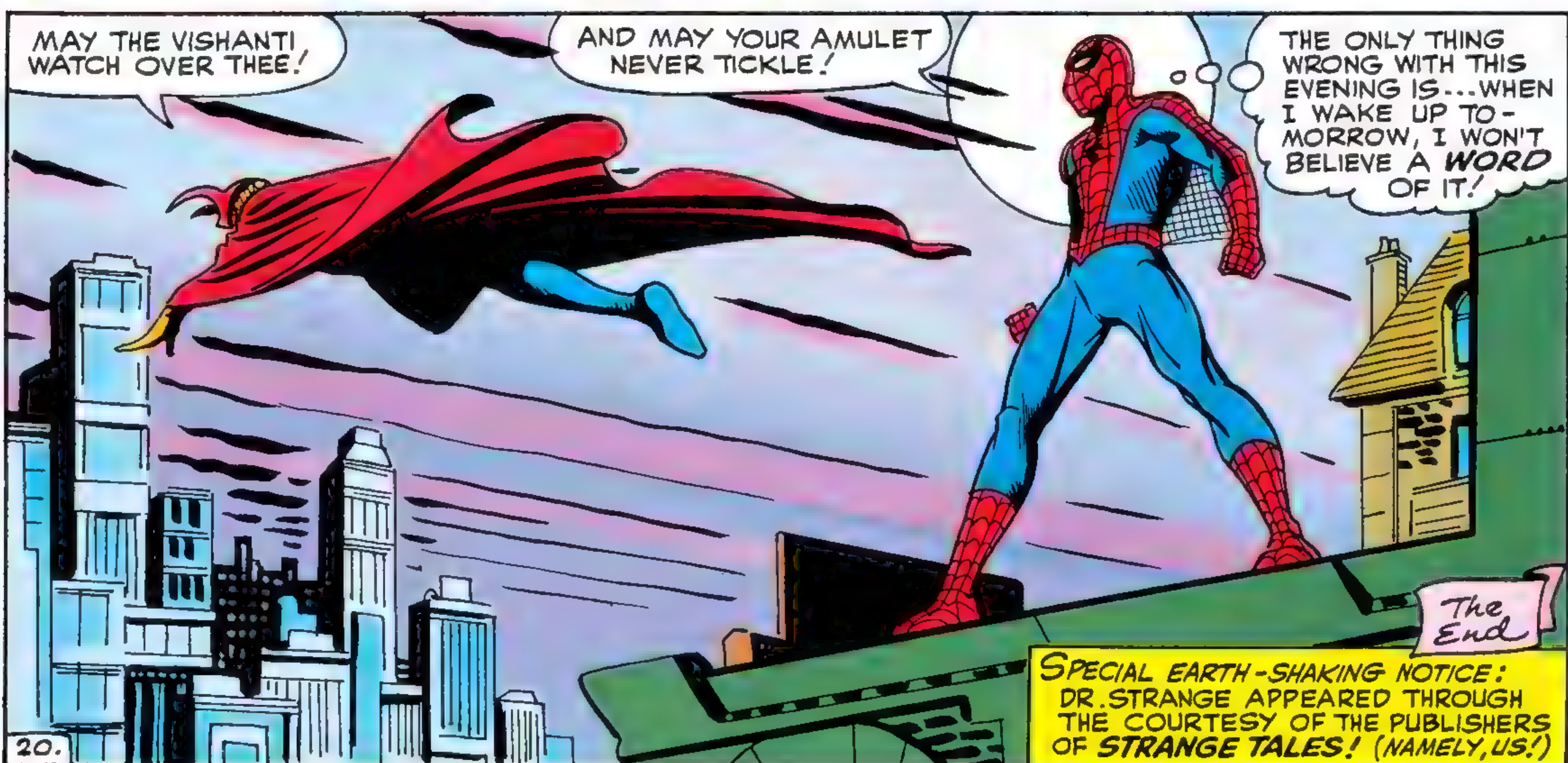
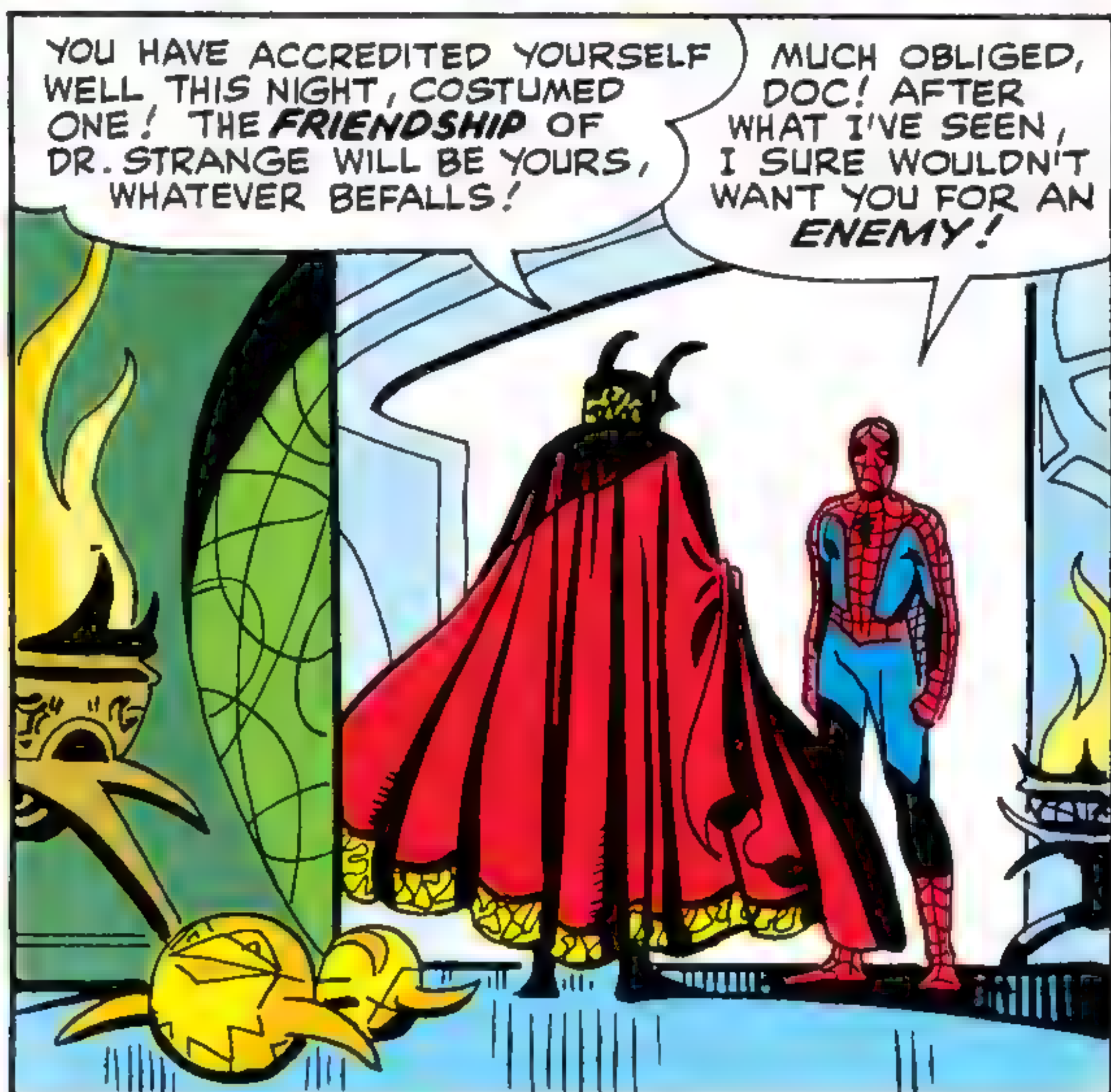
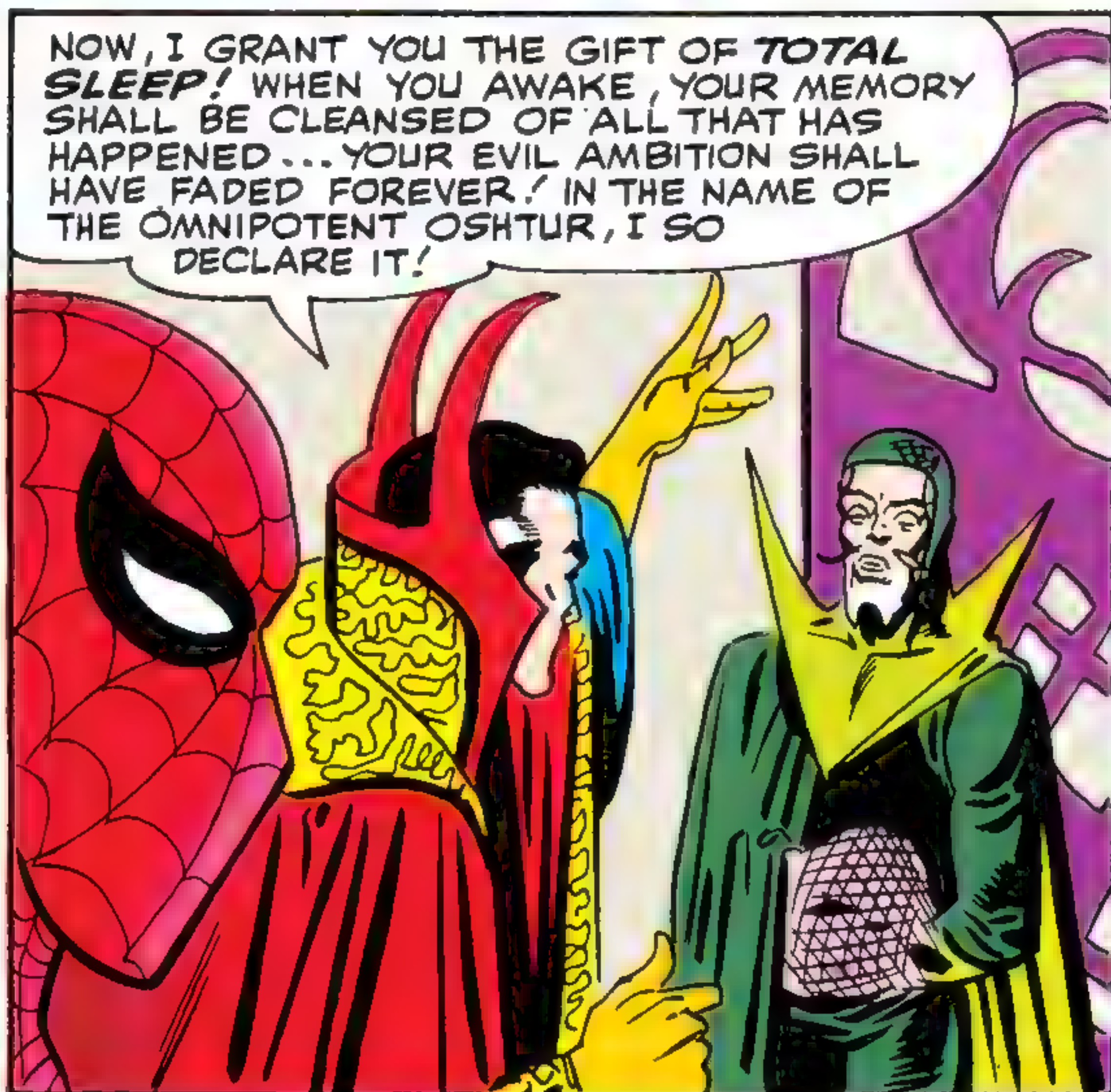
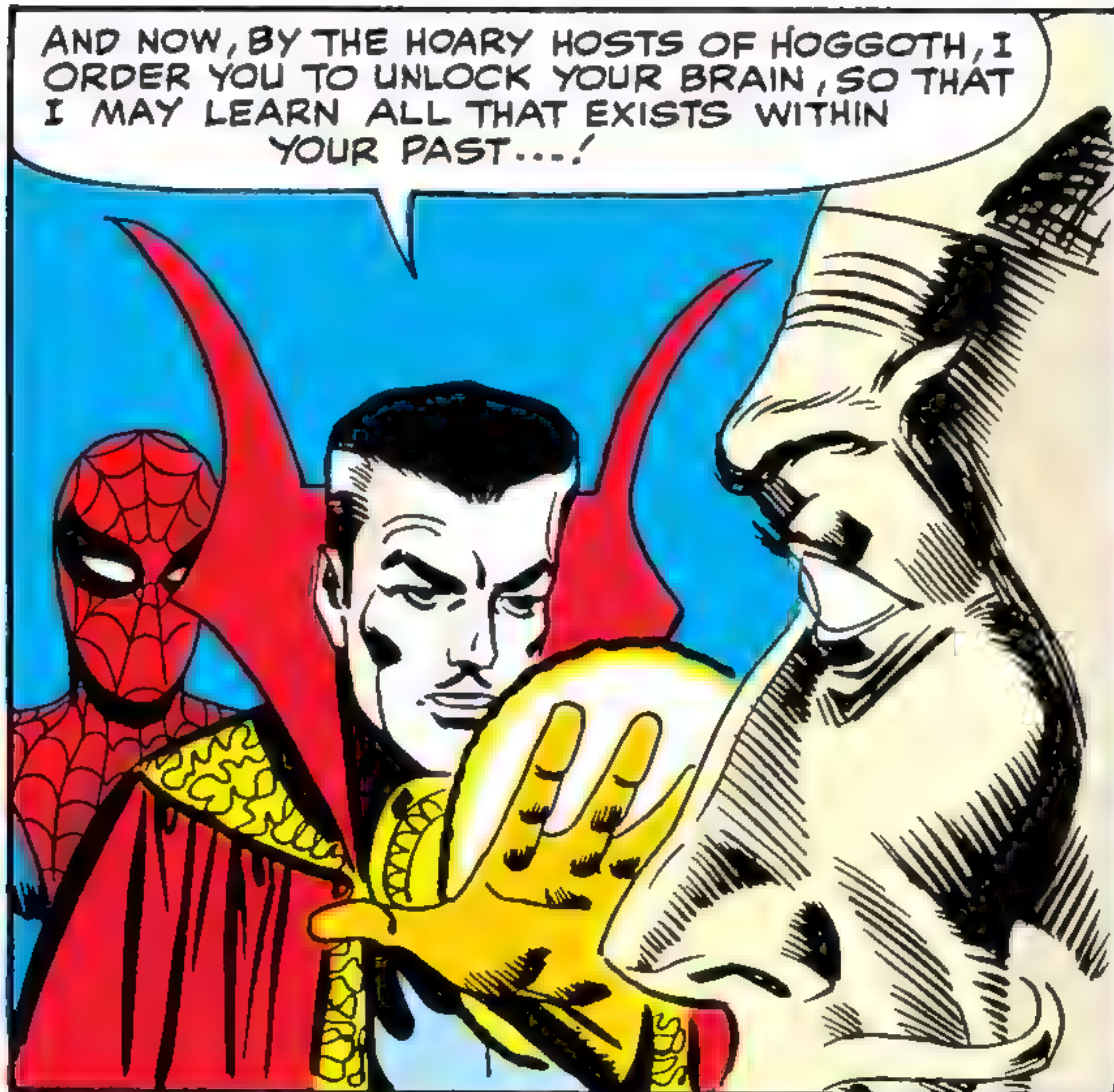














A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!

# THE CIRCUS OF CRIME





**A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!**

# The SCORPION

IT ISN'T OFTEN  
THAT SPIDEY HAS  
TO BATTLE A FOE  
WHO'S STRONGER  
THAN HE IS ...  
BUT, IT HAPPENED  
WHEN HE CHALLENGED  
The SCORPION,  
AND ADVENTURE-  
DOM HAS NEVER  
BEEN THE SAME!



INTRODUCED IN  
SPIDER-MAN #20



**A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!**

# **THE BEETLE**

**ALTHOUGH HE WAS  
ORIGINALLY THE  
HUMAN TORCH'S  
FOE, THIS FANTASTIC  
FLYING ARCH-VILLAIN  
DARED TO INCUR THE  
WRATH OF SPIDER-  
MAN, AND WHAT  
HAPPENED NEXT  
MADE FOR ONE OF  
THE MOST POPULAR  
ISSUES OF THE  
YEAR! SO TO YOU,  
BEETLE, OUR  
THANKS!**

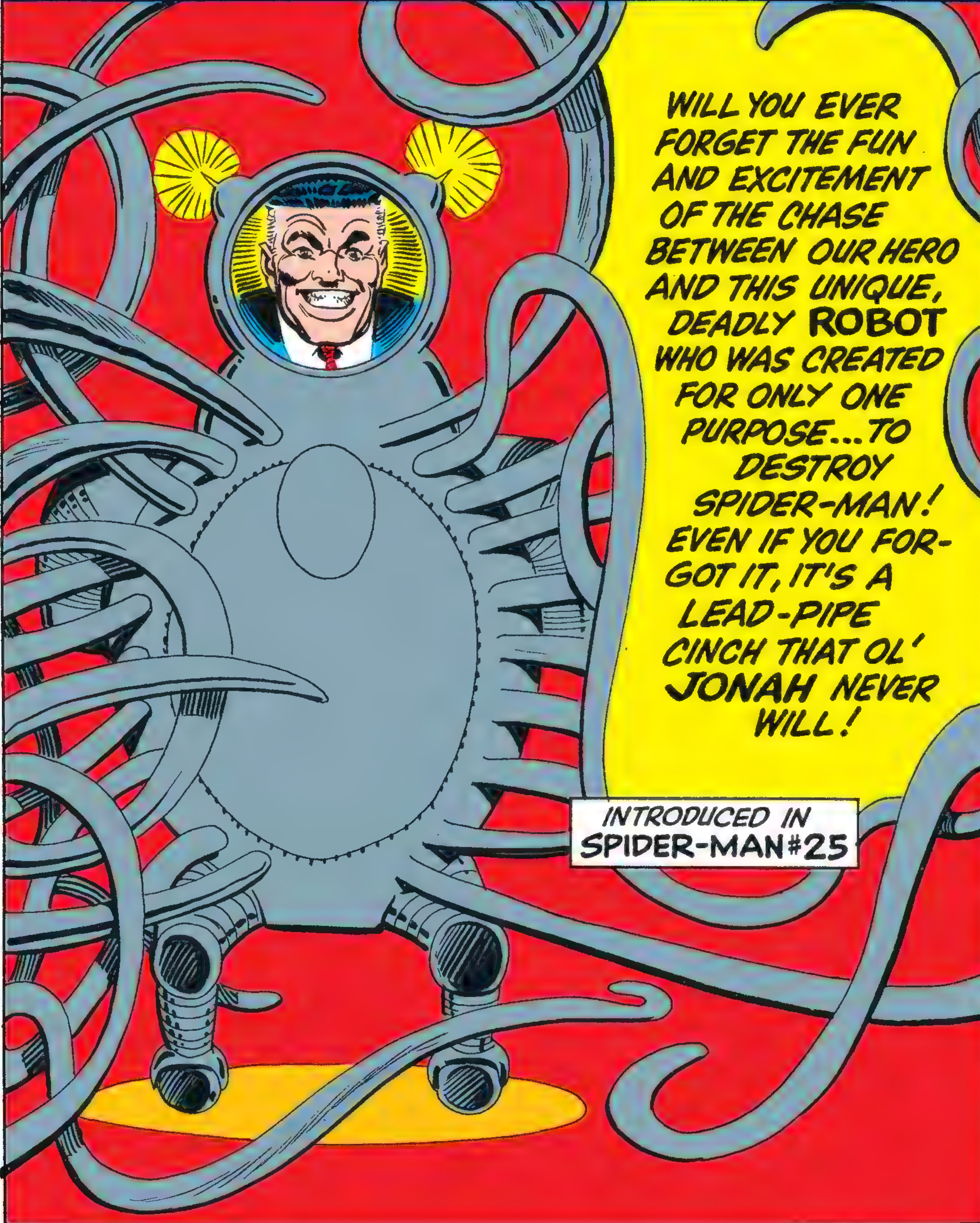
**INTRODUCED IN  
SPIDER-MAN #21**





**A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!**

# **JONAH'S ROBOT**

A large, grey, spider-like robot with a central body and eight long, segmented legs. A circular porthole in the center of its chest reveals a smiling man with a mustache, wearing a suit and tie. The robot is set against a red background with yellow sunburst patterns. To the right of the robot is a large yellow speech bubble containing text. At the bottom right, there is a small white box with black text.

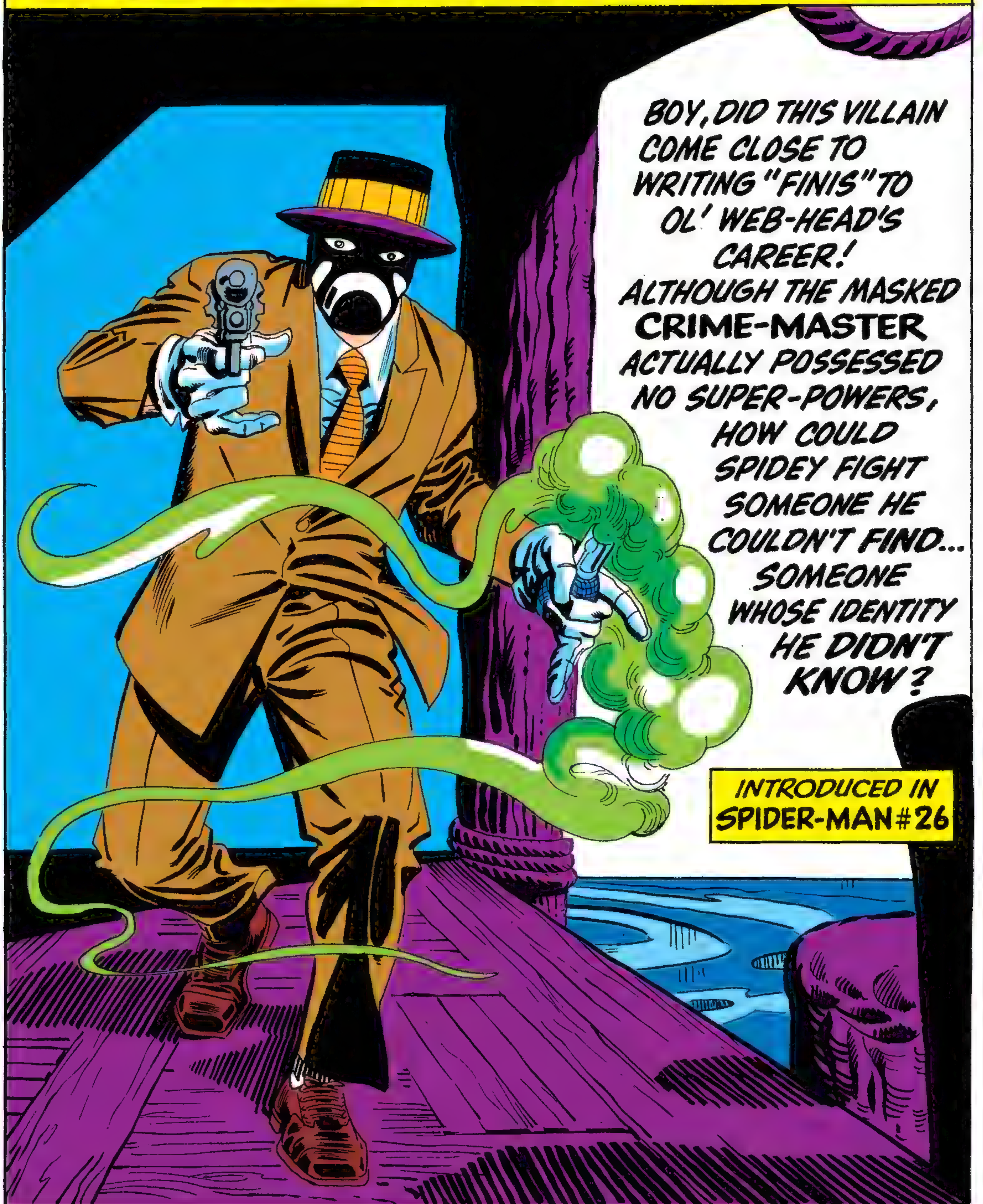
**WILL YOU EVER  
FORGET THE FUN  
AND EXCITEMENT  
OF THE CHASE  
BETWEEN OUR HERO  
AND THIS UNIQUE,  
DEADLY ROBOT  
WHO WAS CREATED  
FOR ONLY ONE  
PURPOSE...TO  
DESTROY  
SPIDER-MAN!  
EVEN IF YOU FOR-  
GOT IT, IT'S A  
LEAD-PIPE  
CINCH THAT OL'  
JONAH NEVER  
WILL!**

**INTRODUCED IN  
SPIDER-MAN#25**



**A GALLERY OF SPIDER-MAN'S MOST FAMOUS FOES!**

# The **CRIME-MASTER**



**BOY, DID THIS VILLAIN  
COME CLOSE TO  
WRITING "FINIS" TO  
OL' WEB-HEAD'S  
CAREER!  
ALTHOUGH THE MASKED  
CRIME-MASTER  
ACTUALLY POSSESSED  
NO SUPER-POWERS,  
HOW COULD  
SPIDEY FIGHT  
SOMEONE HE  
COULDN'T FIND...  
SOMEONE  
WHOSE IDENTITY  
HE DIDN'T  
KNOW?**

**INTRODUCED IN  
SPIDER-MAN #26**





# *the* AMAZING SPIDER-MAN

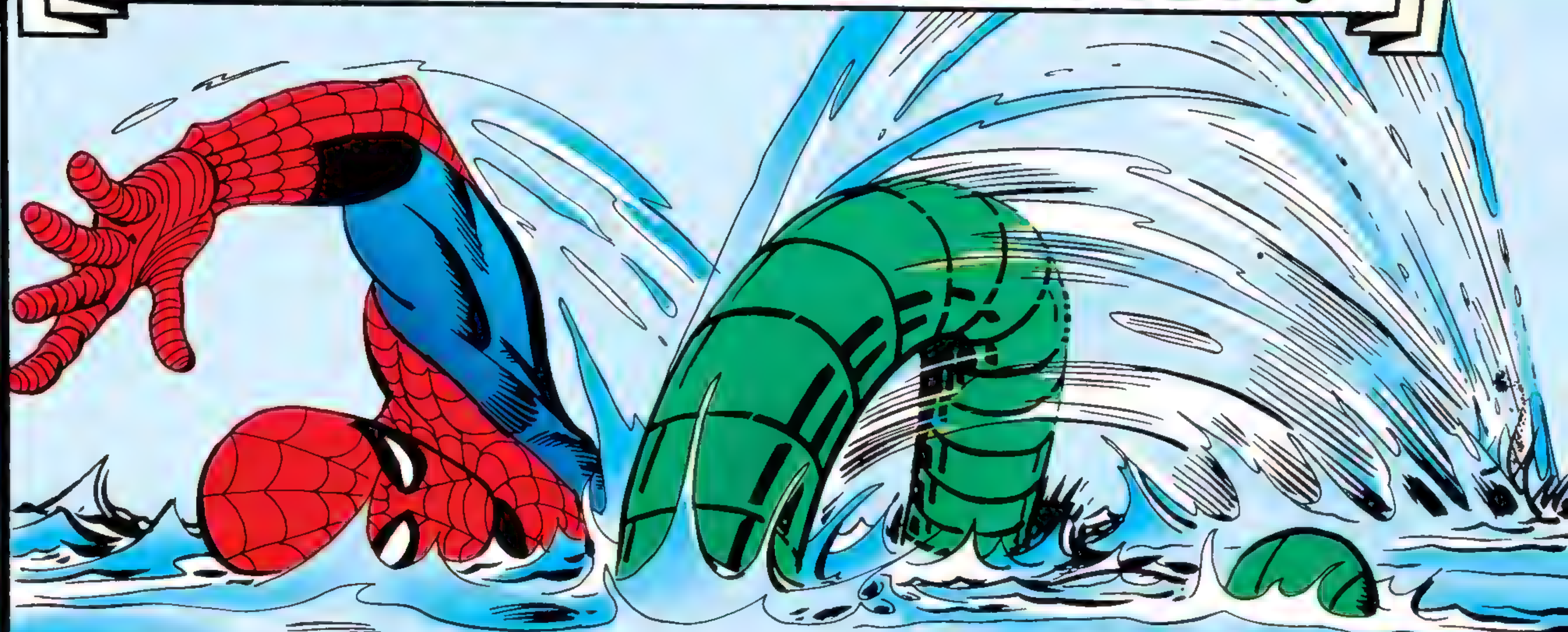
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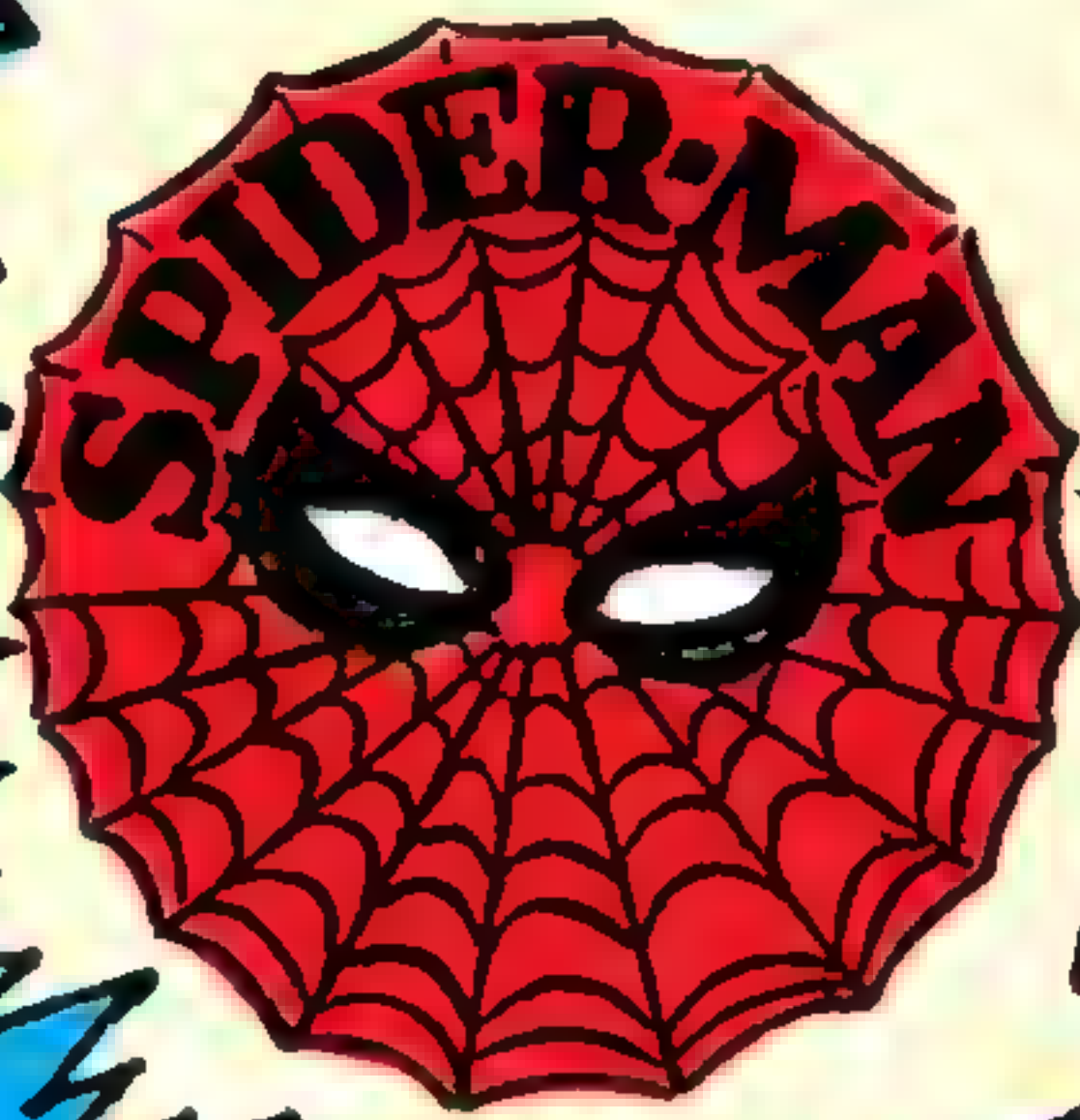
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IND.

WHATEVER YOU DO... WHEREVER YOU GO...  
"NEVER STEP ON A SCORPION!"







# "NEVER STEP ON A SCORPION!"

OR...

ON THE SURFACE, THIS MAY SEEM TO BE A SUPER-HERO ACTION THRILLER! BUT, IF YOU PROBE DOWN DEEP, IF YOU ANALYZE EACH SUBTLE NUANCE, IF YOU DISSECT EACH PHILOSOPHICAL PHRASE, IF YOU STUDY EACH NON-EXISTENTIALISTIC PANEL, YOU'LL DISCOVER THAT IT ACTUALLY IS... A SUPER-HERO ACTION-THRILLER!

"..YOU THINK IT'S EASY TO DREAM UP TITLES LIKE THIS?"



WHEN ACADEMY AWARD TIME ROLLS AROUND, LEAVE US NOT FORGET...

WRITING AND EDITING  
BY -- **STAN LEE**  
PLOTING AND DRAWING  
BY -- **STEVE DITKO**  
LETTERING AND BORDER-  
ING BY -- **SAM ROSEN**  
COLORING AND CLOWING  
BY -- **ANDY YANCHUS**



EVEN THE WORLD'S MOST AMAZING SUPER-HERO CAN'T WEAR A COSTUME ALL THE TIME...

HMM... LAST YEAR'S CLOTHES ARE GETTING TOO TIGHT ON ME! I MUST HAVE PUT ON SOME WEIGHT! I'D BETTER INVEST IN SOME NEW DUDS!

LATER, AT PETER PARKER'S LOCAL BANK...

HERE'S YOUR MONEY, MR. PARKER!

THIS PRACTICALLY CLEANS ME OUT! I'D BETTER NOT SPEND IT TOO FAST!

AS A MATTER OF FACT, I'LL DROP IN AND SEE BETTY BRANT WHILE I'M IN THE NEIGHBORHOOD!

I CAN GO SHOPPING LATER, WHEN IT'S LESS CROWDED!

BUT, AN EVENT IS TAKING PLACE ACROSS TOWN WHICH WILL DELAY PETER PARKER'S SHOPPING TOUR FOR QUITE A WHILE, AS SOME IRON BARS ARE RIPPED OUT OF A JAILHOUSE WINDOW!

IT WON'T BE LONG NOW!

I WARNED THEM, BUT THEY LAUGHED AT ME! I TOLD THEM NO JAIL COULD HOLD THE SCORPION!

BY THE TIME THEY REALIZE I'VE ESCAPED, I'LL BE TOO FAR AWAY FOR THEM TO EVER FIND ME!

AFTER THEY CAPTURED ME, I OUT-SMARTED THEM BY PRETENDING TO CRACK UP! THEY RETURNED MY COSTUME TO ME IN ORDER TO CALM ME DOWN!

I HAD ALL THIS TIME TO REPAIR IT, AND WAIT FOR THE RIGHT TIME TO BREAK OUT!

NOW, NOTHING CAN SAVE JAMESON AND SPIDER-MAN FROM THE VENGEANCE I'VE PLANNED FOR THEM! \*

\* IN CASE YOU MISSED IT, IT WAS ALL LOVINGLY EXPLAINED IN SPIDER-MAN # 20... STAN. [2]

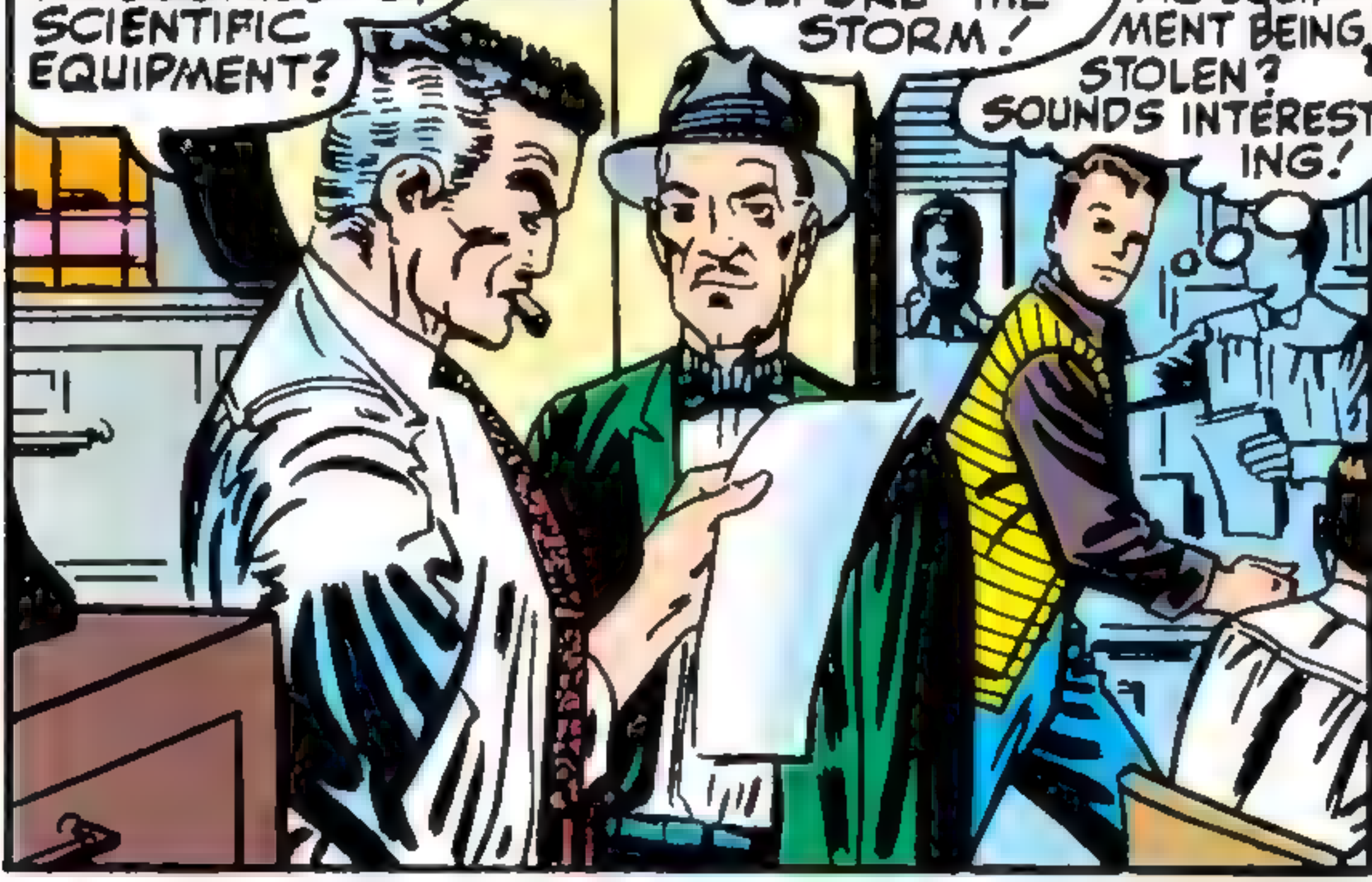


MEANWHILE, UNAWARE THAT ONE OF THE STRONGEST, MOST DANGEROUS MENACES OF ALL TIME IS HEAD-ING HIS WAY, J. JONAH JAMESON GOES ABOUT HIS BUSINESS AS PUBLISHER OF THE FAMOUS N.Y. BUGLE...

ANY NEW REPORTS ABOUT THE CAT BURGLAR, FOSWELL... OR THOSE ROBBERIES OF SCIENTIFIC EQUIPMENT?

NOTHING, MR. JAMESON! IT'S ALMOST LIKE THE LULL BEFORE THE STORM!

CAT BURG-LAR? SCIENTIFIC EQUIP-MENT BEING STOLEN? SOUNDS INTEREST-ING!



I'LL GET MORE DETAILS FROM JONAH LATER! HE'LL BE GLAD TO TELL ME SO THAT I'LL GO OUT AND GET SOME NEWS PHOTOS FOR HIM!

I WONDER WHAT HE'D SAY IF HE EVER FOUND OUT I GET THOSE PIX IN MY IDENTITY AS SPIDER-MAN!?!?



I'M IN LUCK... THERE'S BETTY NOW!

IT'S BEEN A LONG TIME SINCE I'VE SEEN HER IN SUCH A GOOD MOOD!

IN FACT, IT'S BEEN A LONG TIME SINCE I'VE SEEN HER!

YOU MUST TELL ME MORE ABOUT IT!

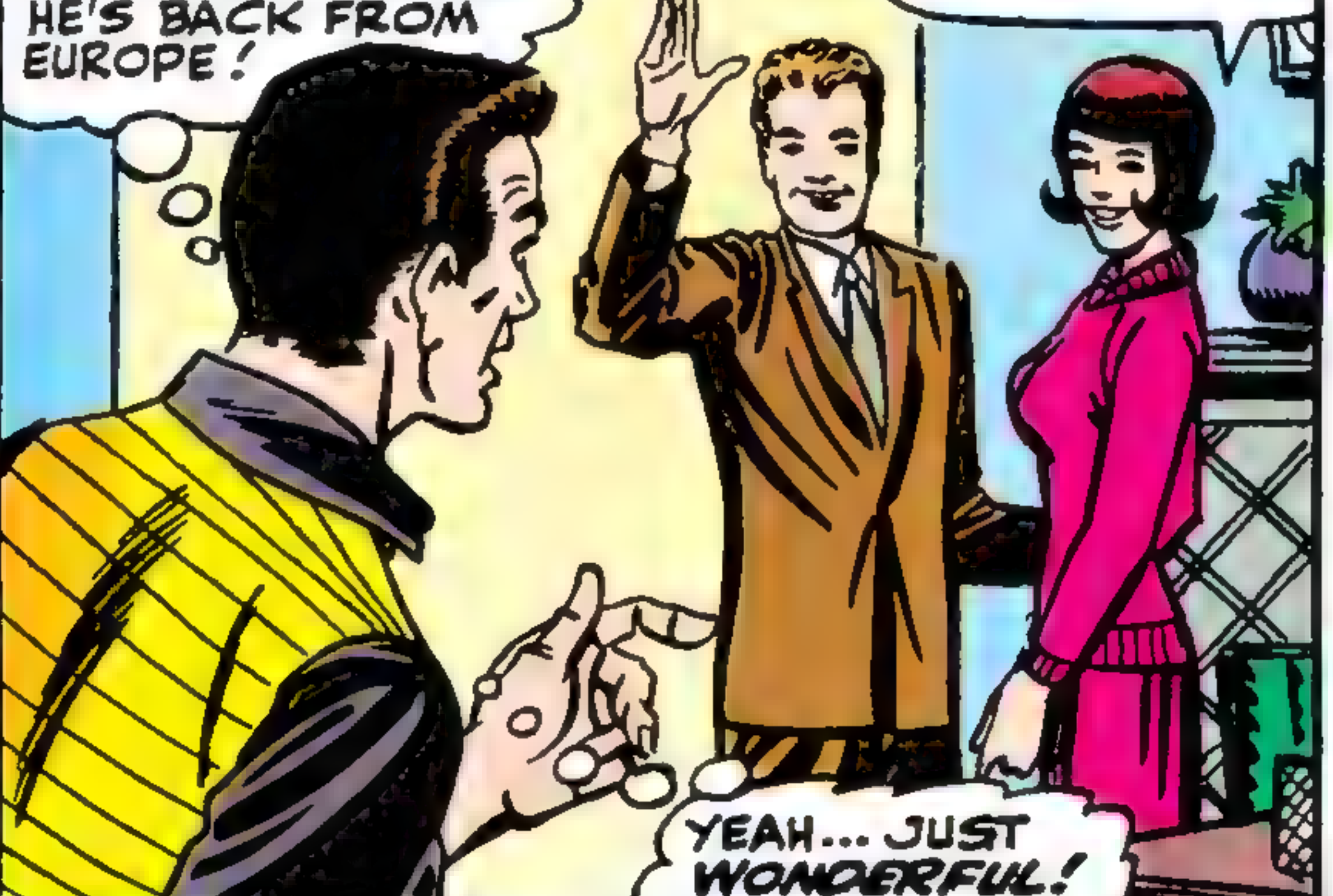


I WONDER WHO SHE'S...?

WELL, HELLO THERE, PARKER! LONG TIME NO SEE!

ISN'T IT WONDER-FUL, PETER? NED'S BACK TO STAY! HE FINISHED HIS EUROPEAN ASSIGNMENT!

HOLY SMOKE! IT'S THAT REPORTER SHE HAS A CRUSH ON... NED LEEDS! HE'S BACK FROM EUROPE!



YEAH... JUST WONDERFUL!

HE DIDN'T EVEN TELL ME HE WAS COMING! HE WANTED TO SURPRISE ME! WASN'T THAT SWEET OF HIM?

MAYBE HE JUST DIDN'T WANT TO SPEND A POSTAGE STAMP!

I ALWAYS SAID YOU HAD A GREAT SENSE OF HUMOR, PARKER!



BUT THEN, SUDDENLY...

MR. JAMESON! I'VE BEEN LOOKING FOR YOU!

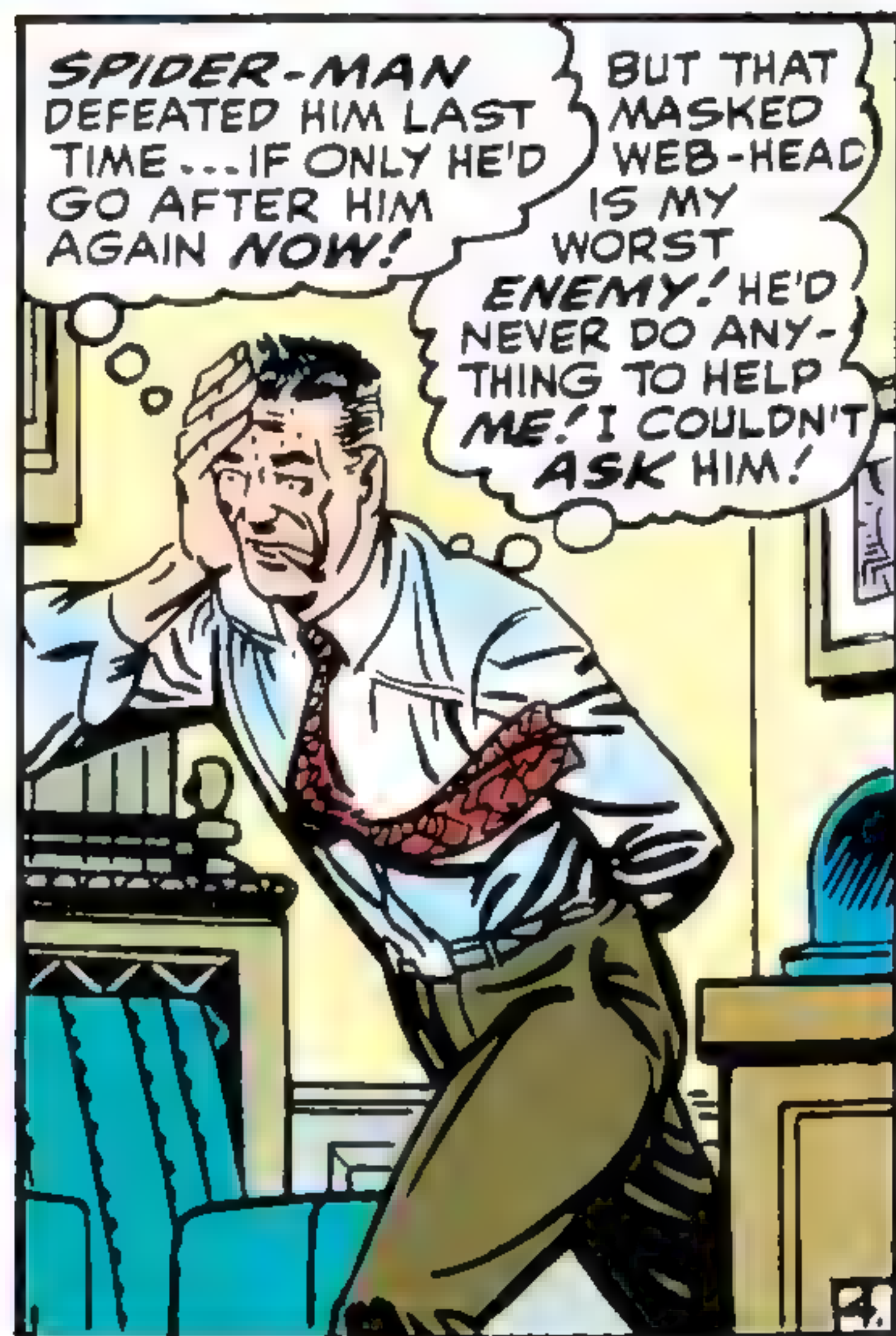
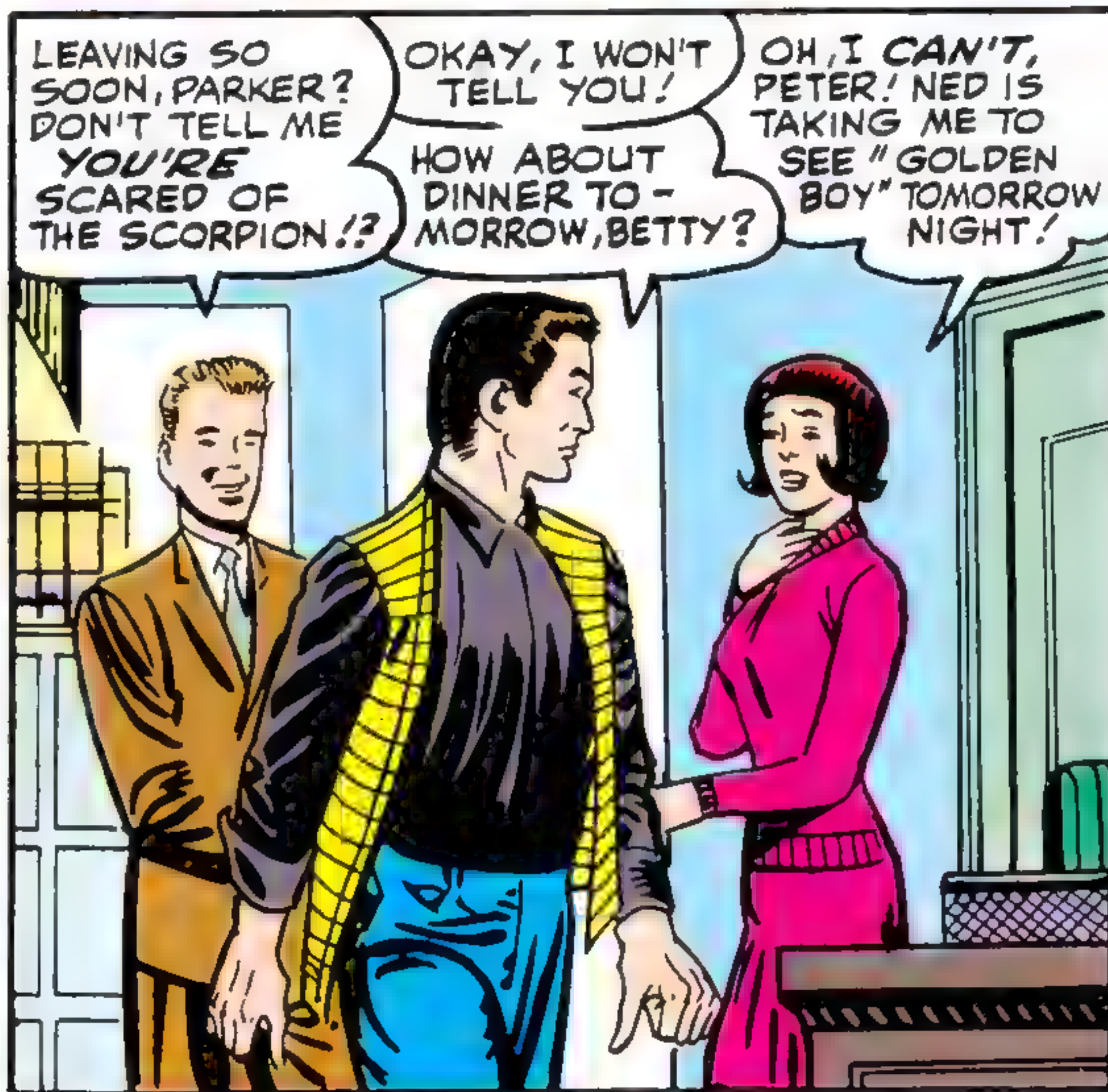
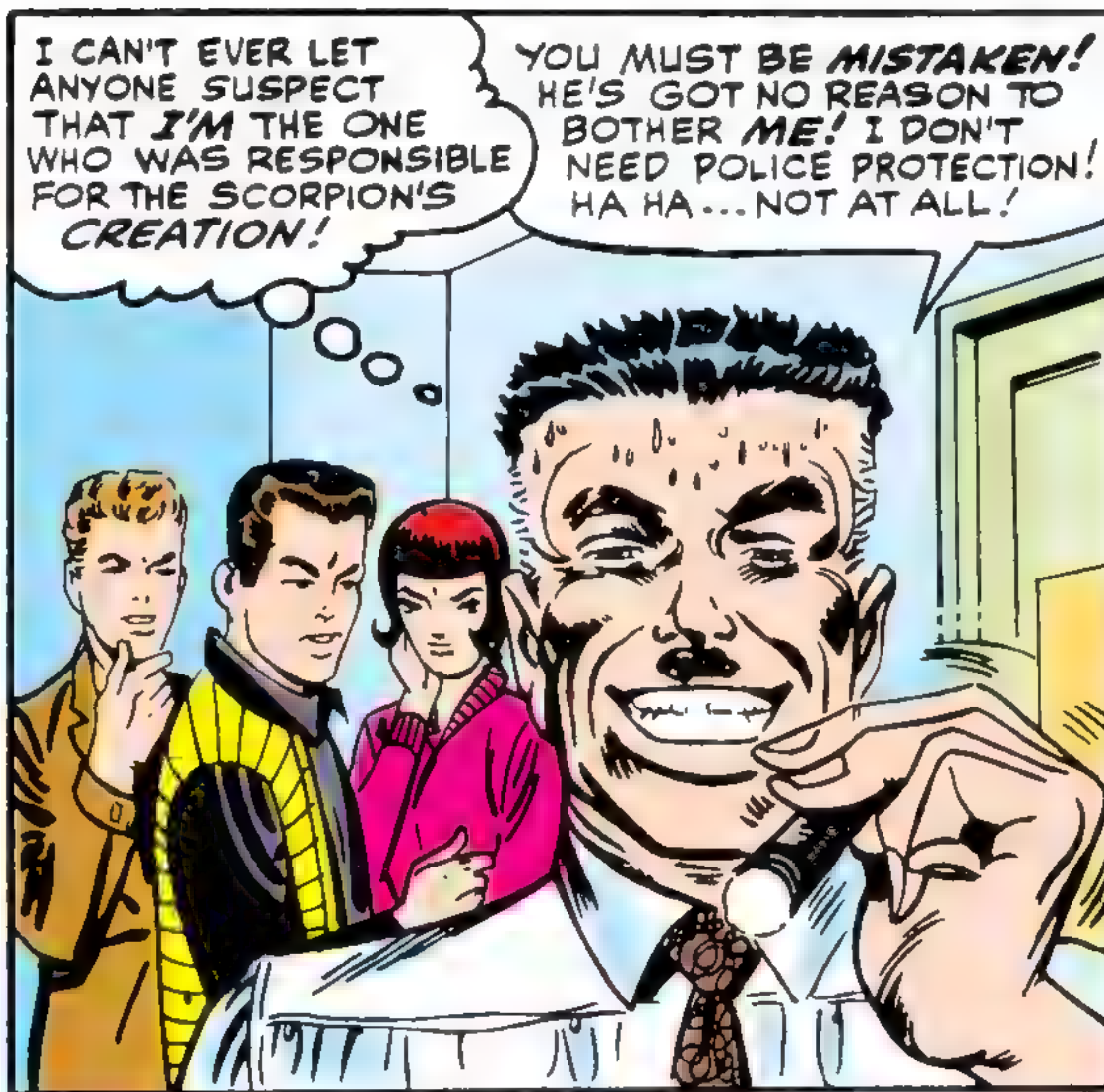
A POLICE-MAN! WONDER WHAT'S UP?

NOW LOOK, OFFICER... I PUT A DIME IN THE PARKING METER... I CAN PROVE IT!

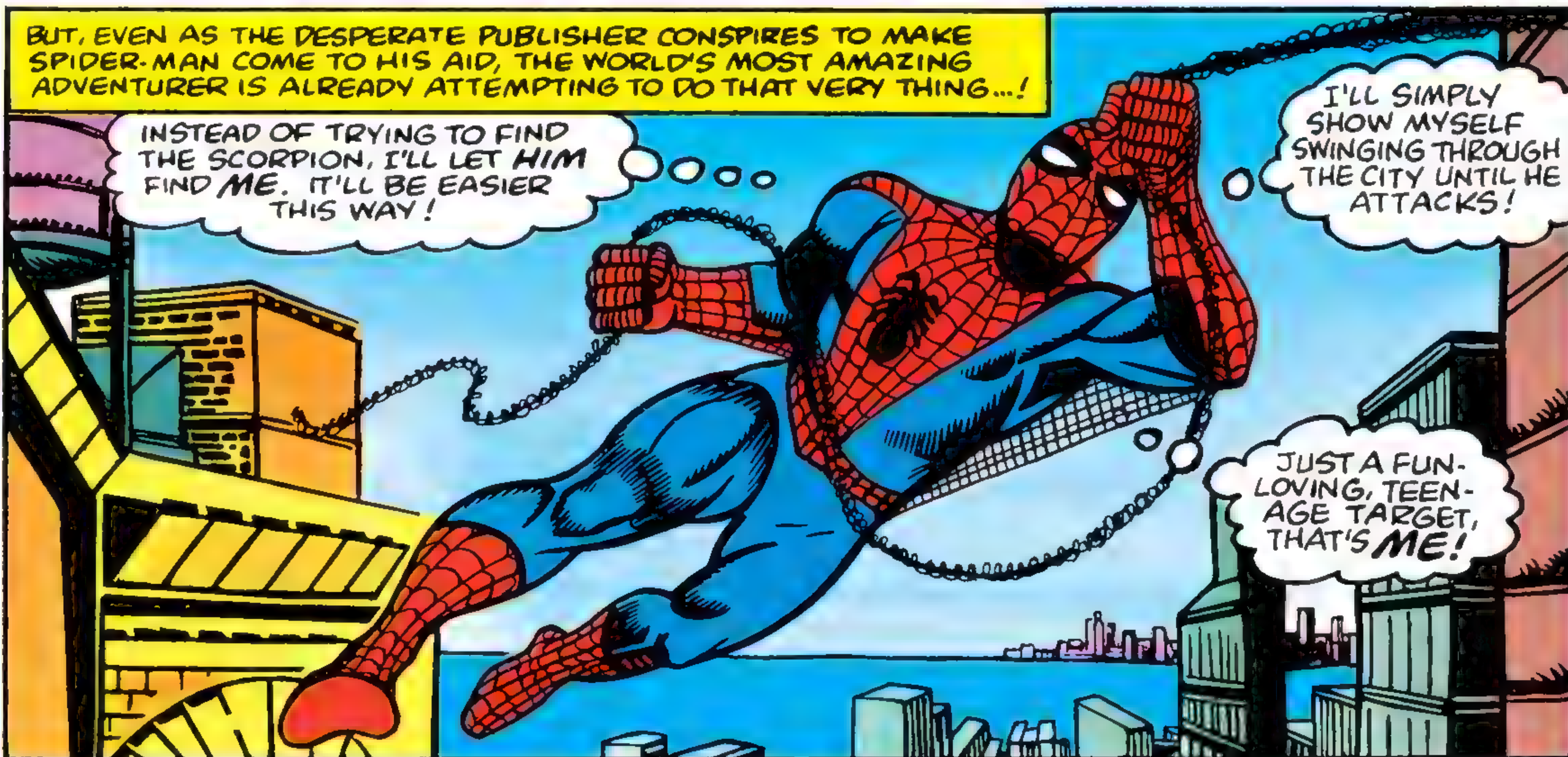


IT'S NOTHING TO DO WITH PARKING THIS TIME!

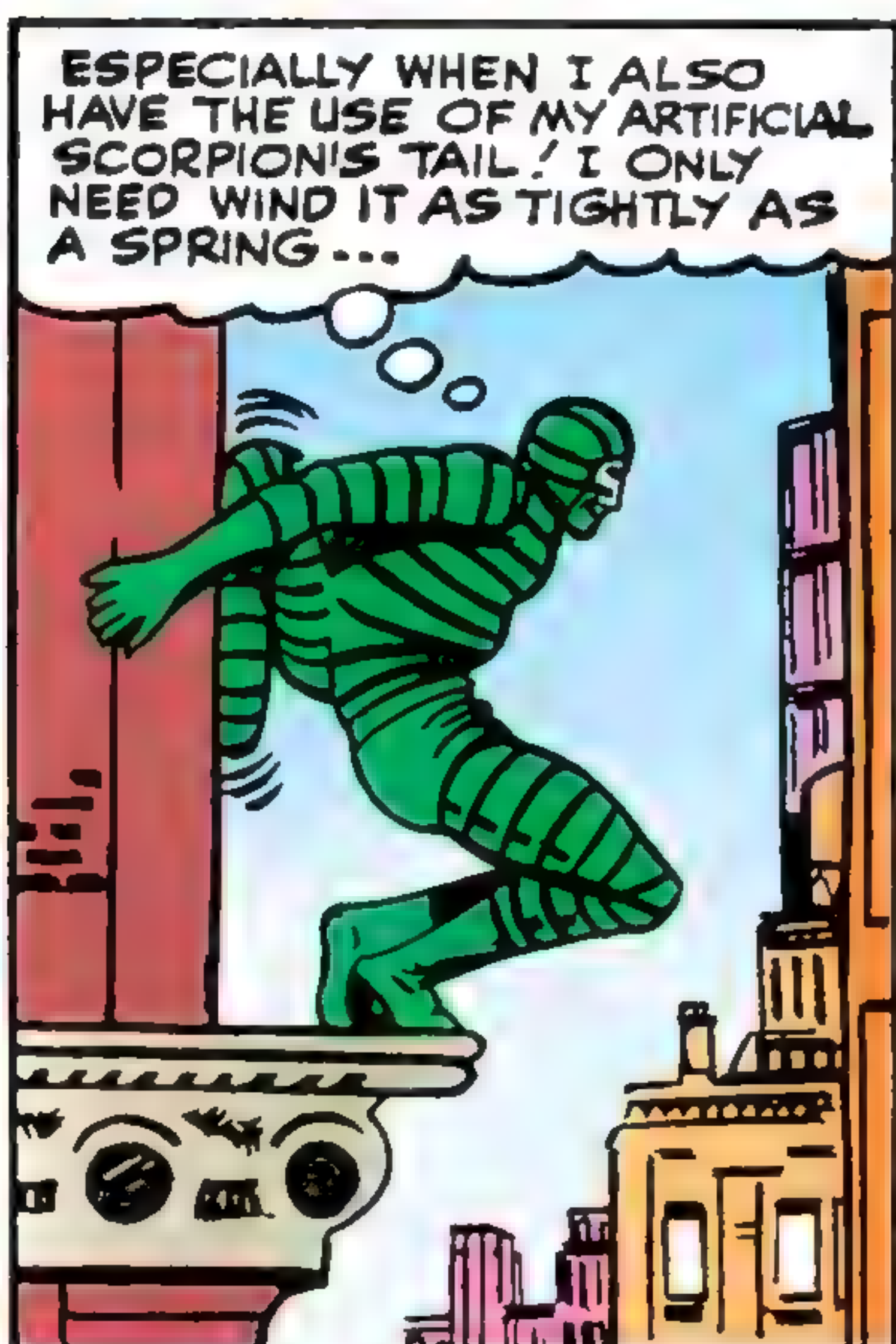
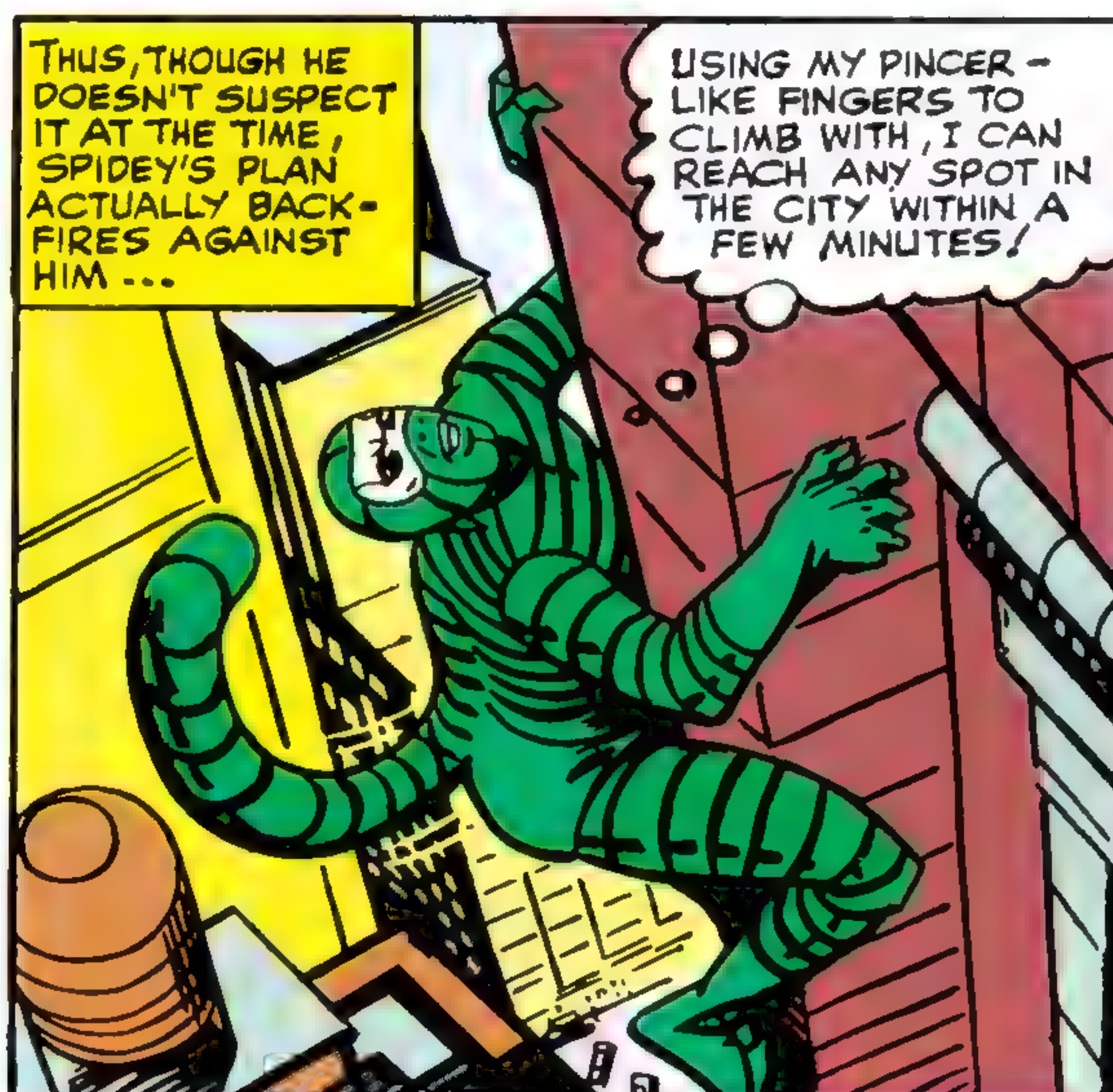
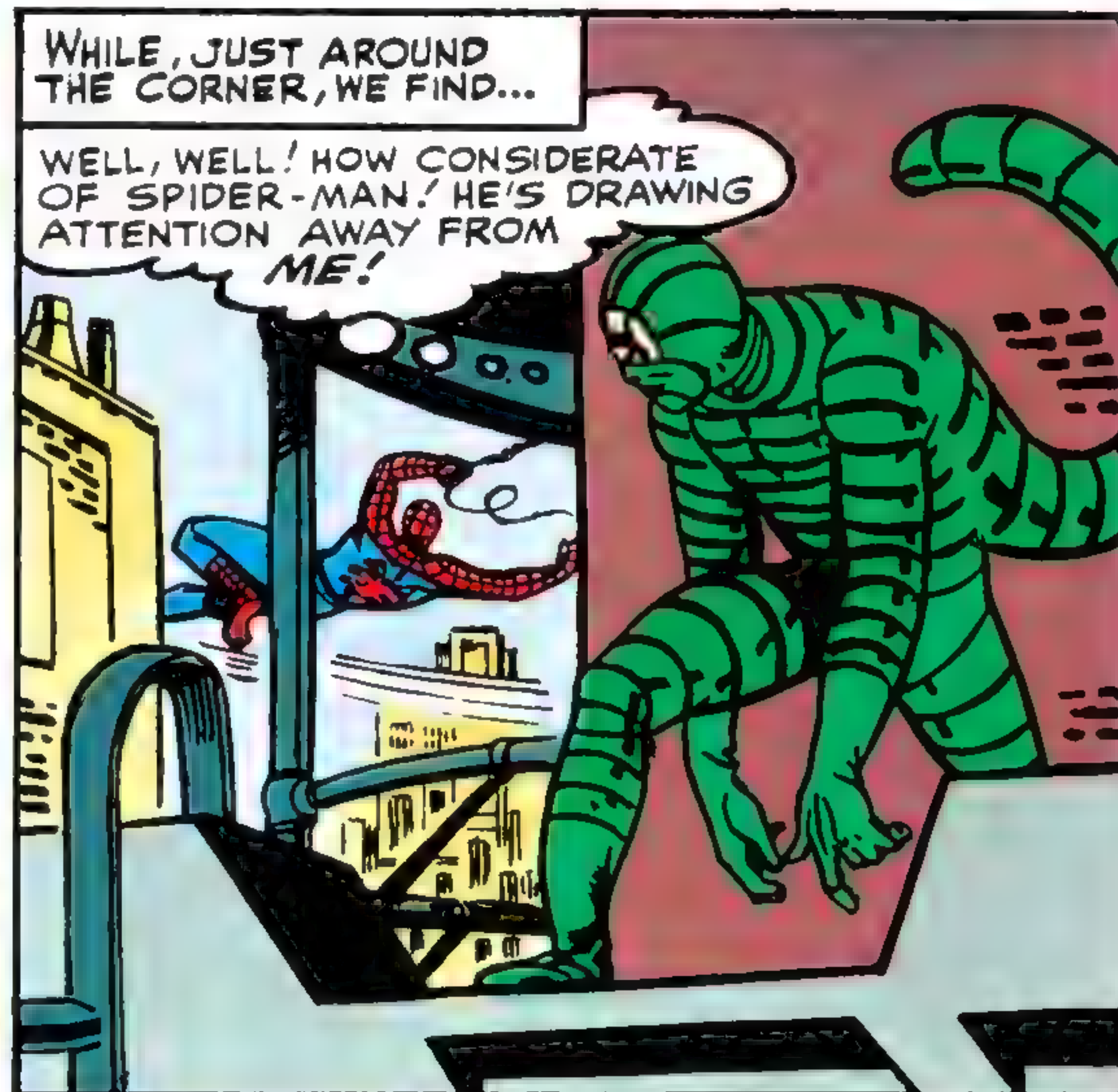
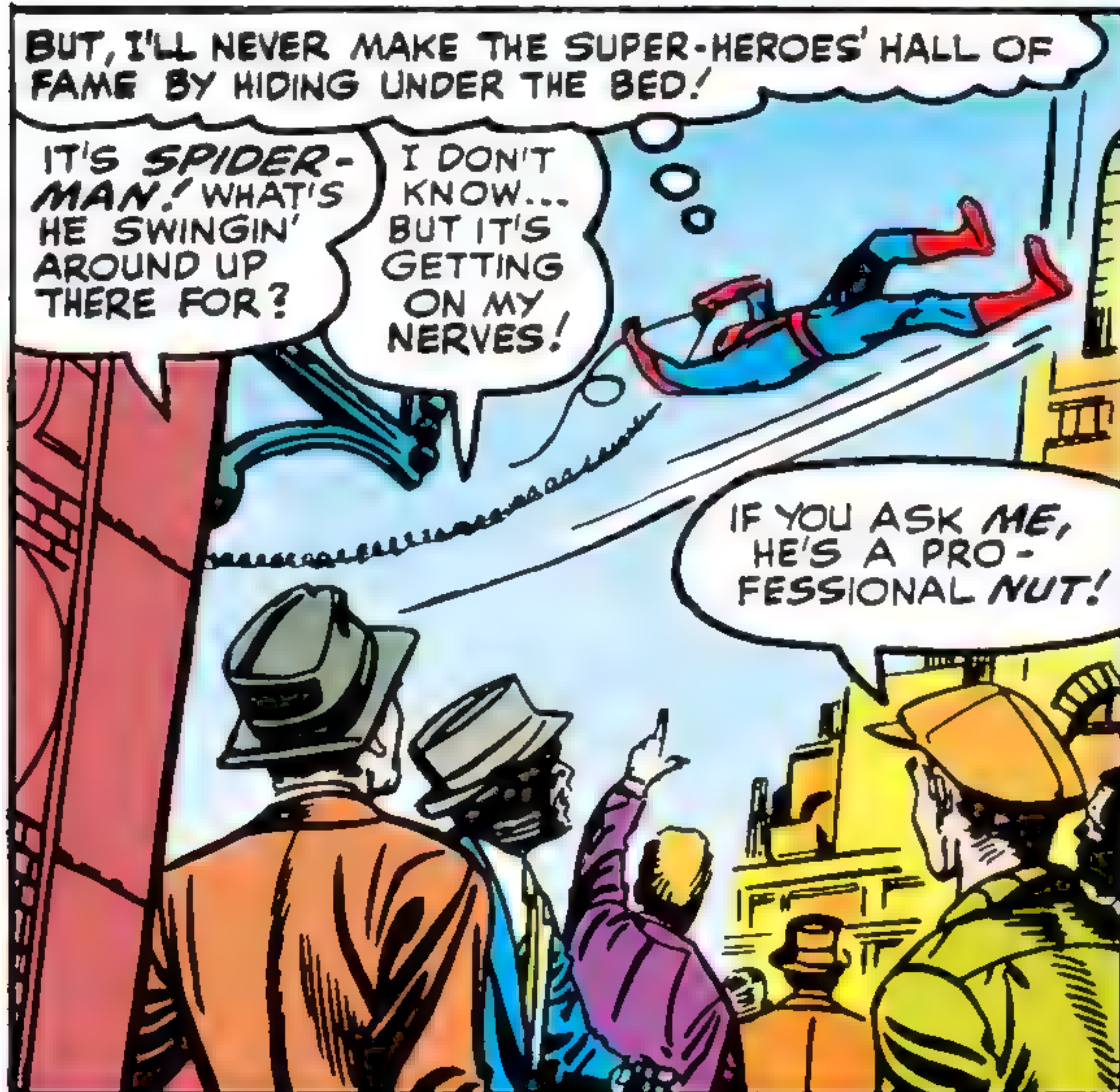










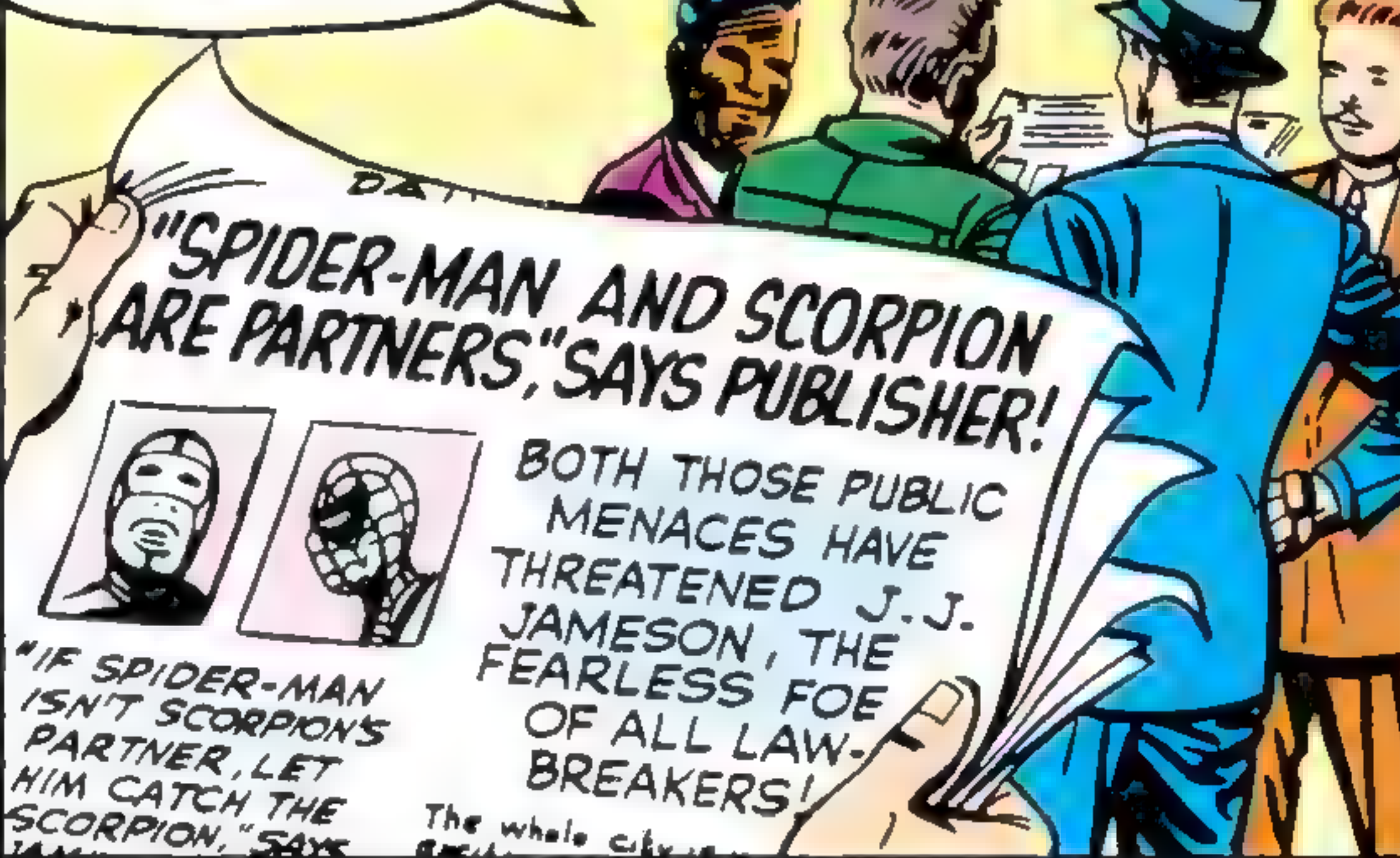




EVEN AS THE SCORPION GETS CLOSER TO HIS INTENDED VICTIM, JONAH JAMESON'S EXTRA EDITION HITS THE STREET WITH SCREAMING HEADLINES....!

SAY! DO YOU THINK JAMESON CAN BE **RIGHT**? IMAGINE... IF SPIDER-MAN AND THE SCORPION EVER TEAMED UP... **HOO BOY!**

THE ONLY WAY SPIDER-MAN CAN PROVE HE'S **NOT** THE SCORPION'S ALLY IS IF HE **TACKLES** HIM AGAIN!



BUT HIGH ABOVE THE NEWS-READING PUBLIC, THE NEWS-MAKING ADVENTURER BEGINS TO GROW RESTLESS....!

I DON'T LIKE IT! HE SHOULD HAVE COME AFTER ME BY NOW! I KNOW HE'S NOT AFRAID!



AND, AT THE SPEED HE TRAVELS, IT WOULDN'T TAKE HIM LONG TO REACH ME...



WAIT A MINUTE! I COULD JUST BE THE PRIZE CHUMP OF THE YEAR!

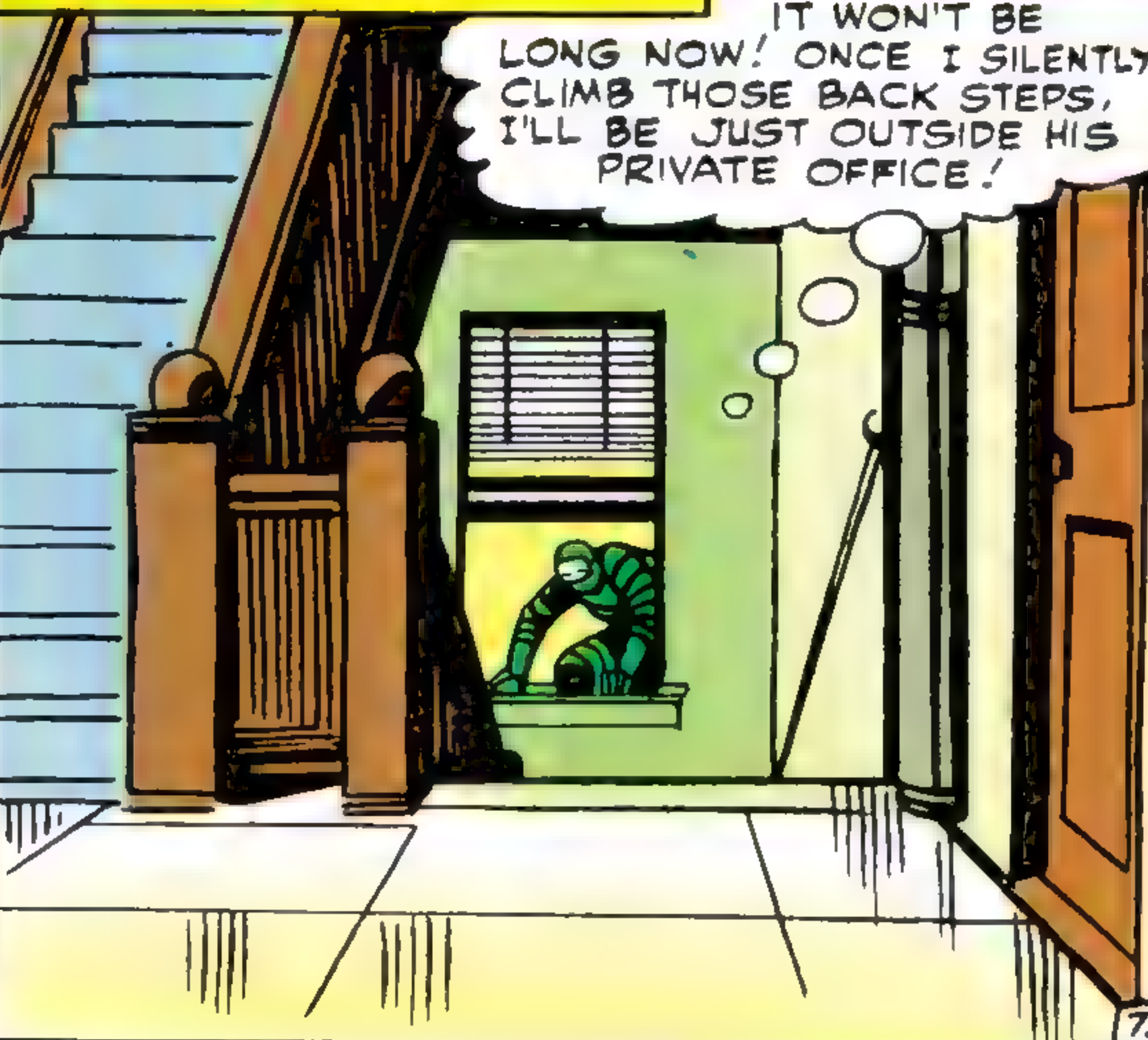


I MIGHT BE PLAYING RIGHT INTO SCORPY'S HANDS!!



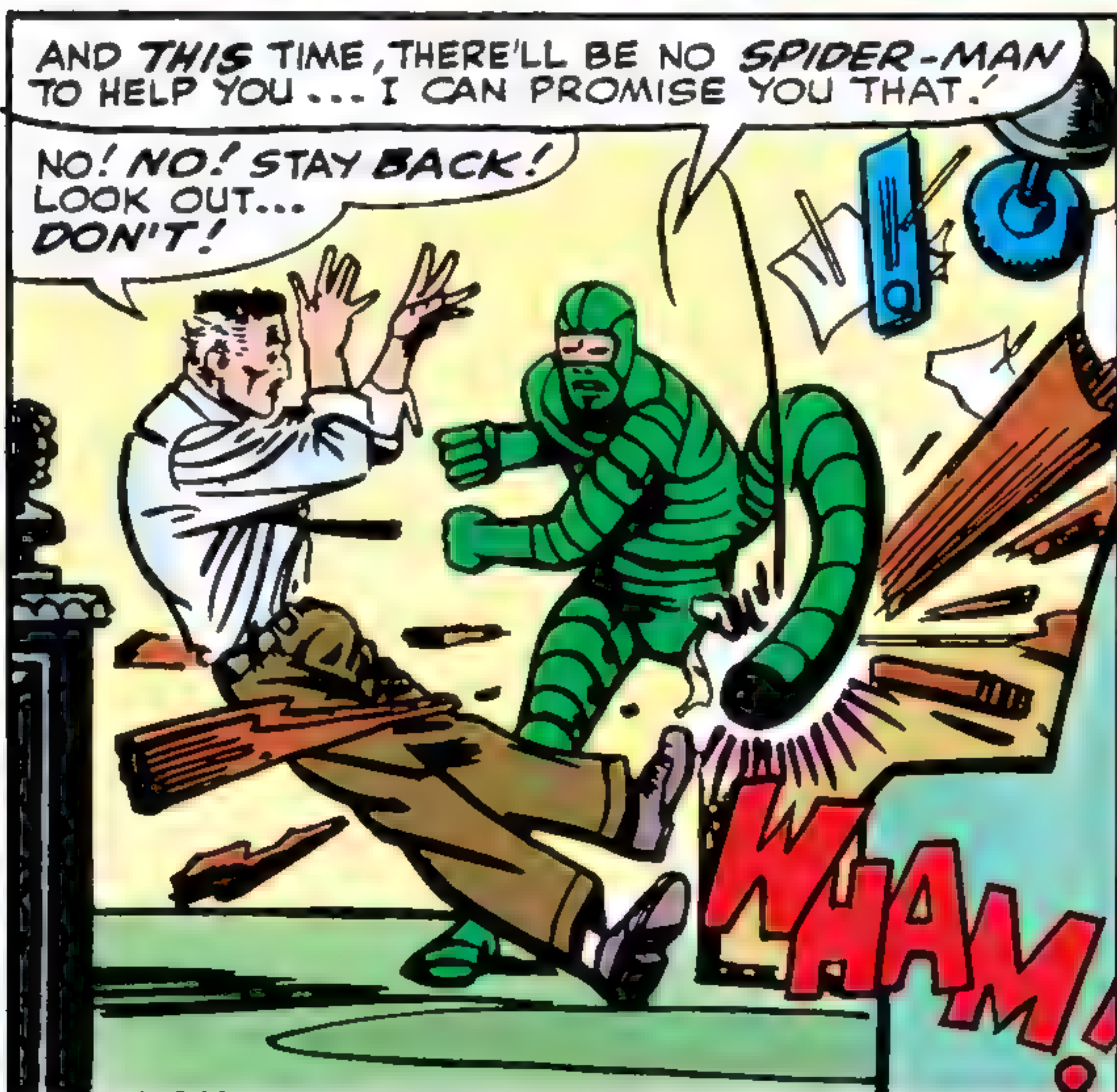
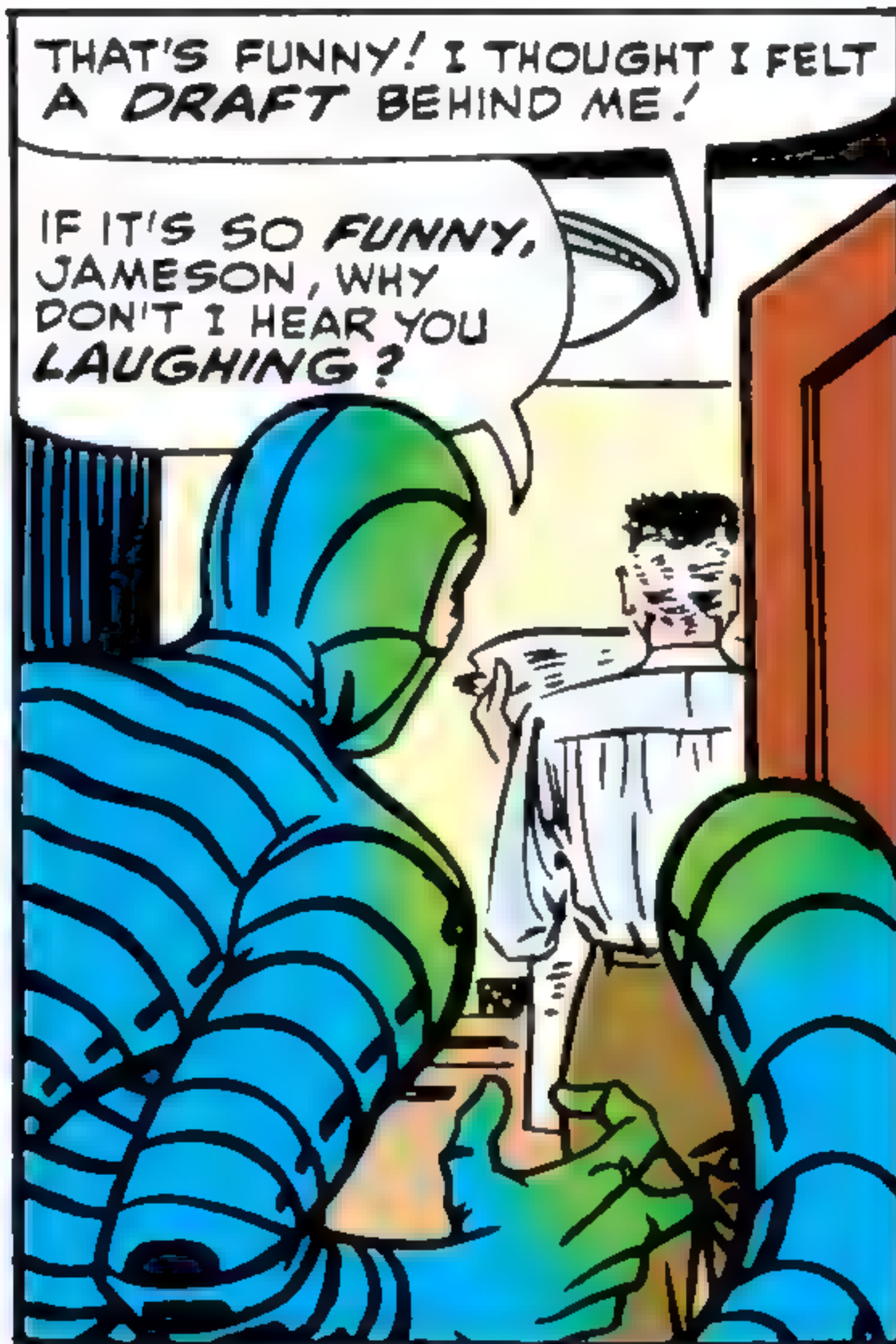
WHILE I'M WALTZING AROUND UP **HERE**, JAMESON IS ALONE AT HIS OFFICE... AND THE SCORPION PROBABLY **KNOWS** IT!

AND, DIRECTLY ACROSS TOWN, EVEN AS SPIDEY COLLECTS HIS THOUGHTS...

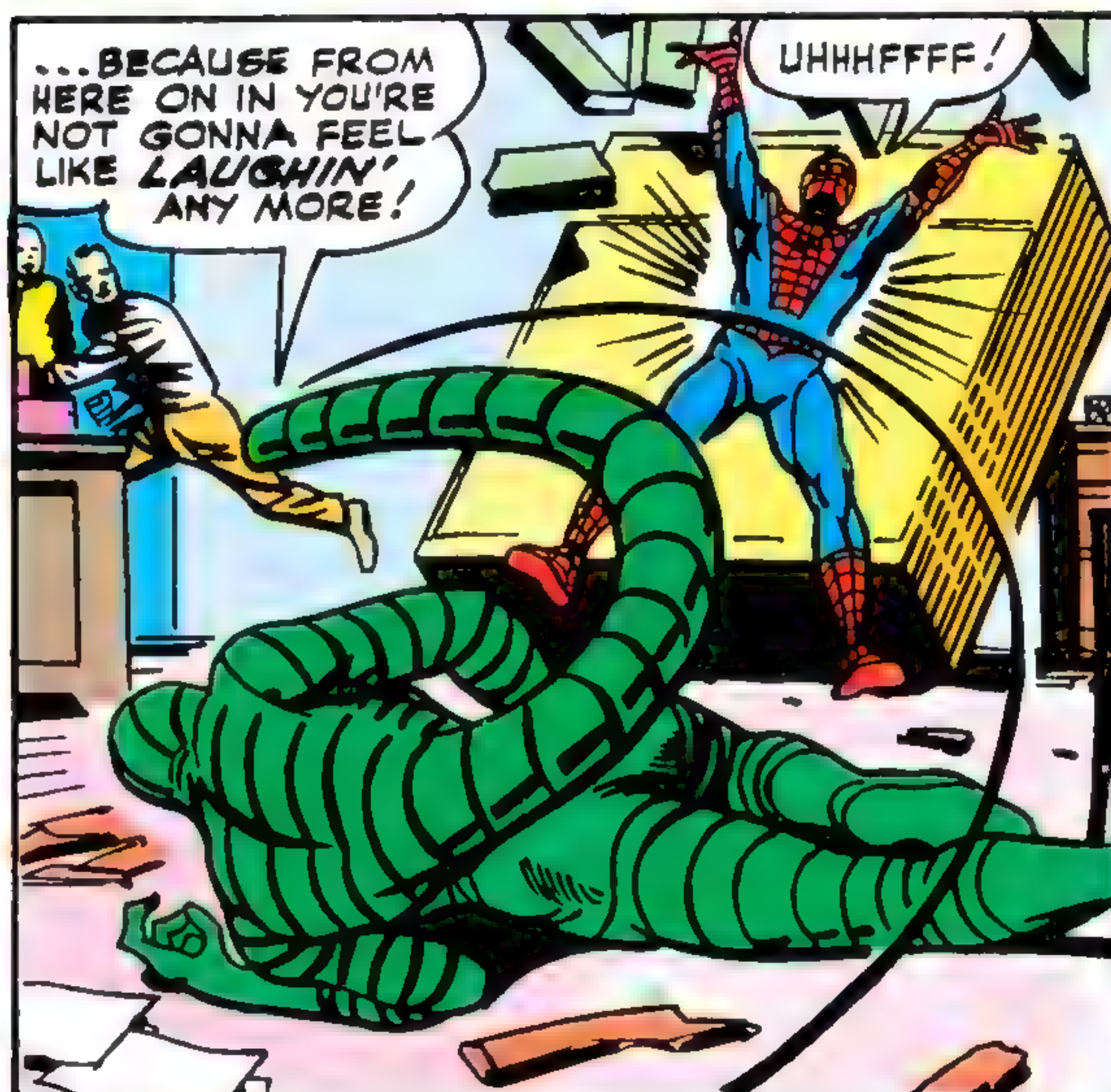
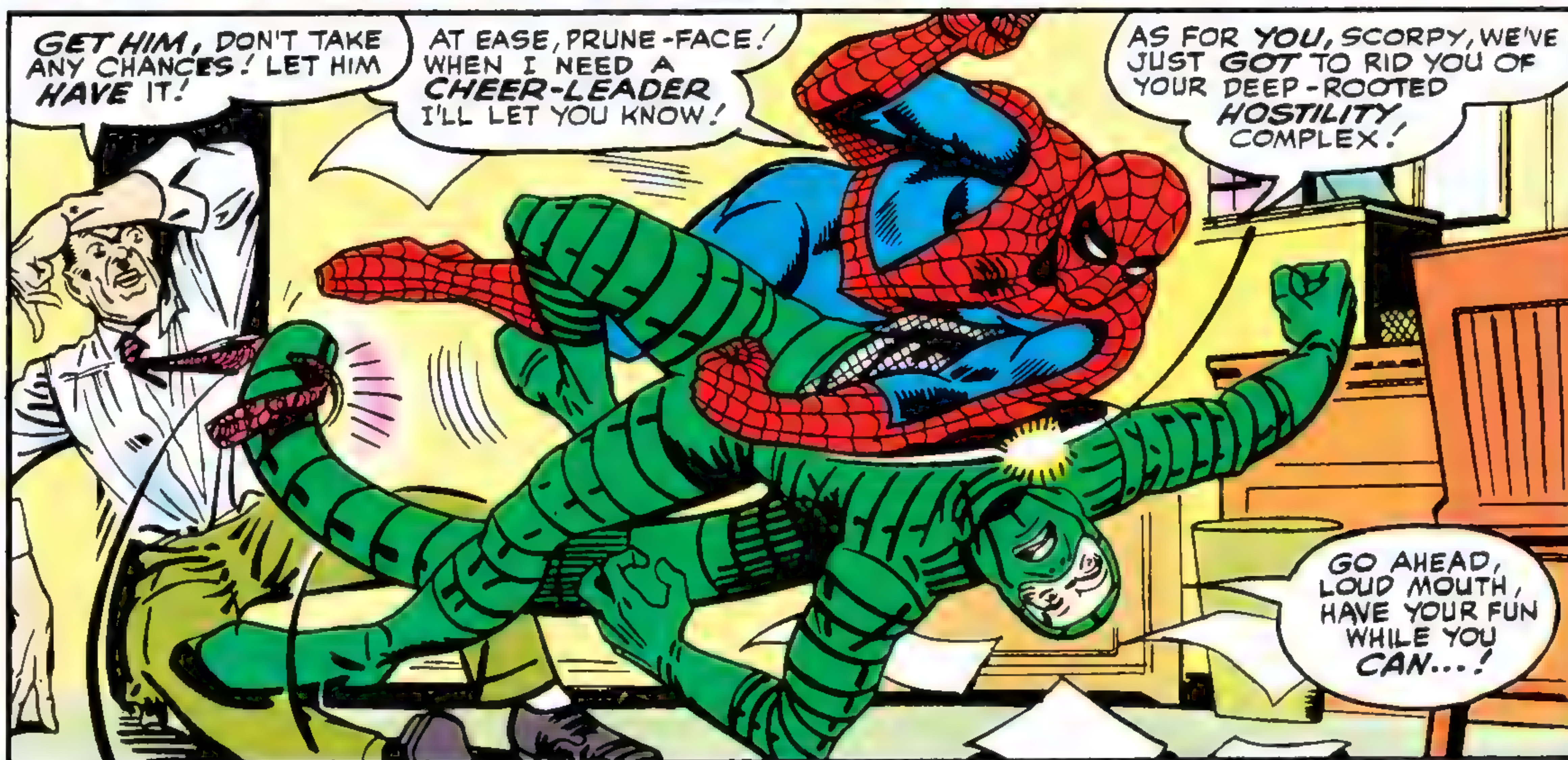
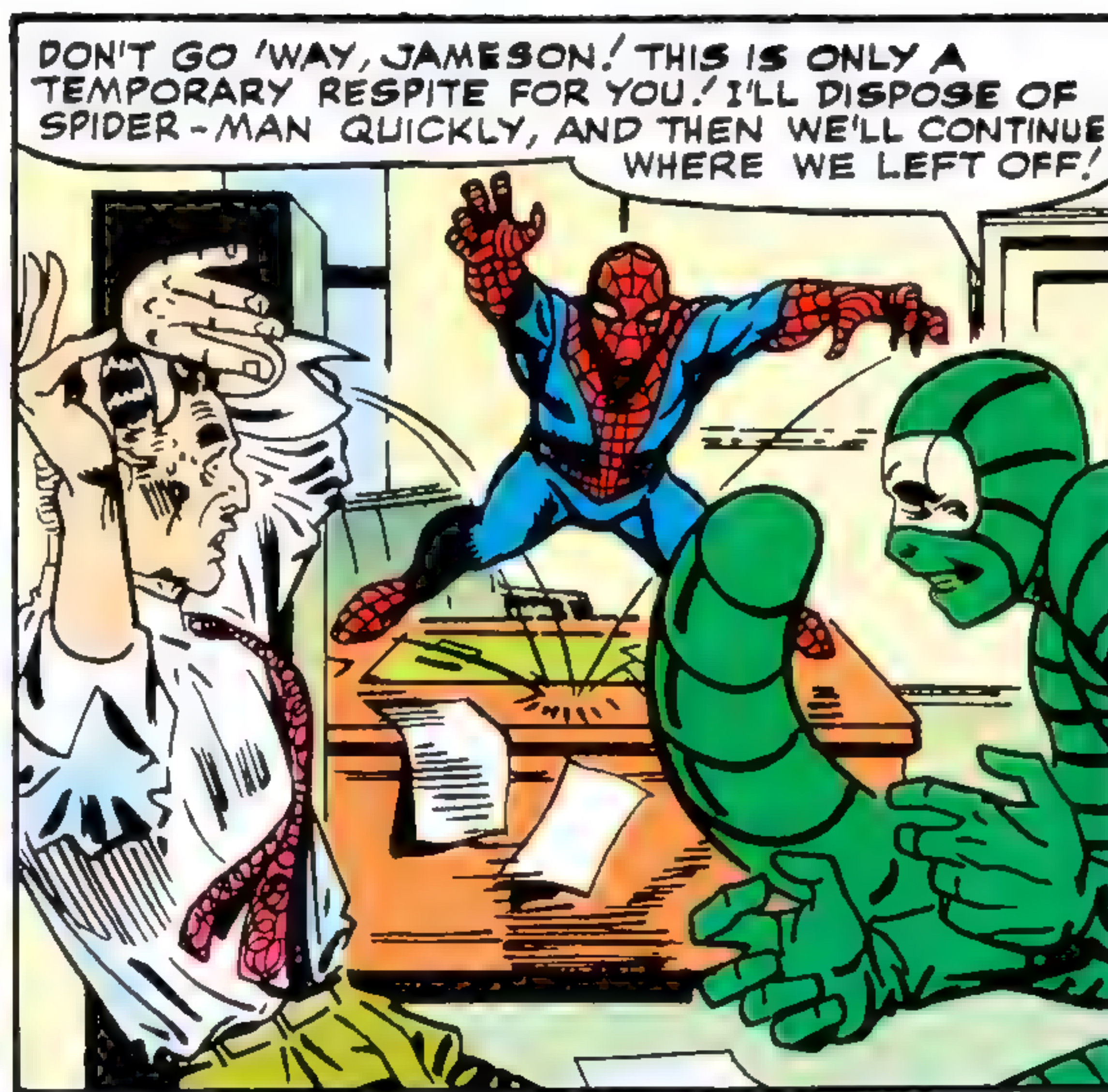


IT WON'T BE LONG NOW! ONCE I SILENTLY CLIMB THOSE BACK STEPS, I'LL BE JUST OUTSIDE HIS PRIVATE OFFICE!

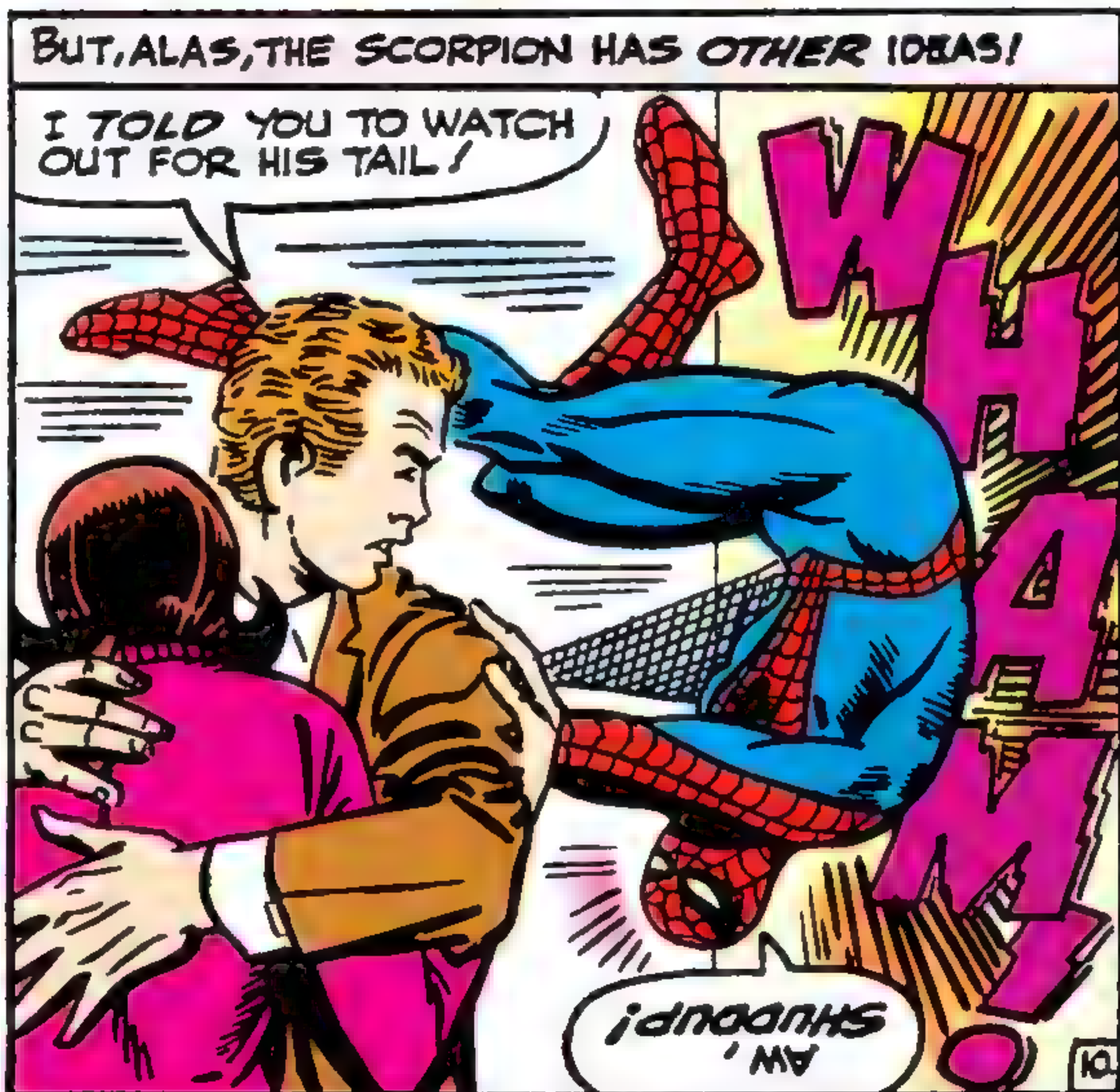
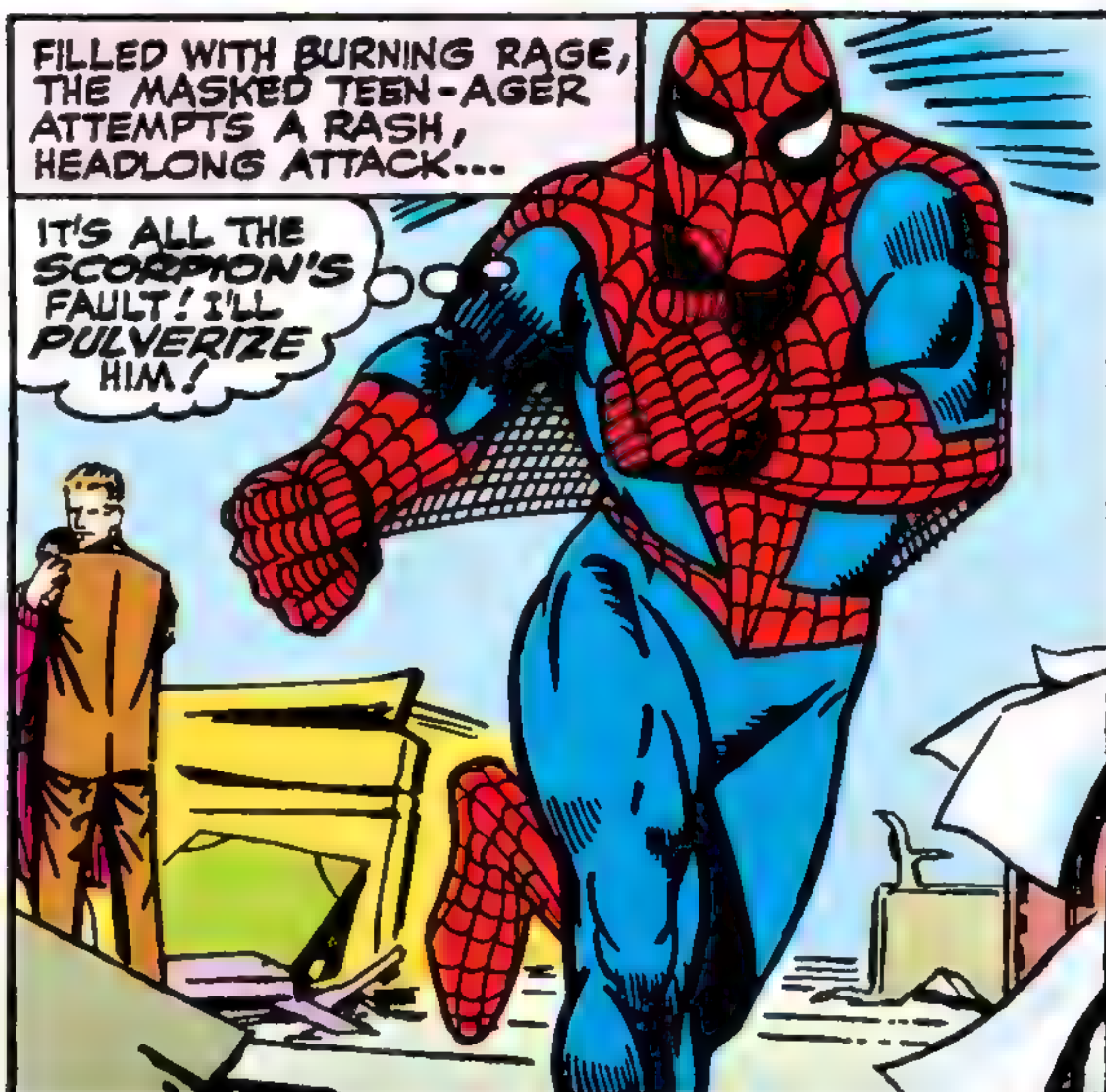
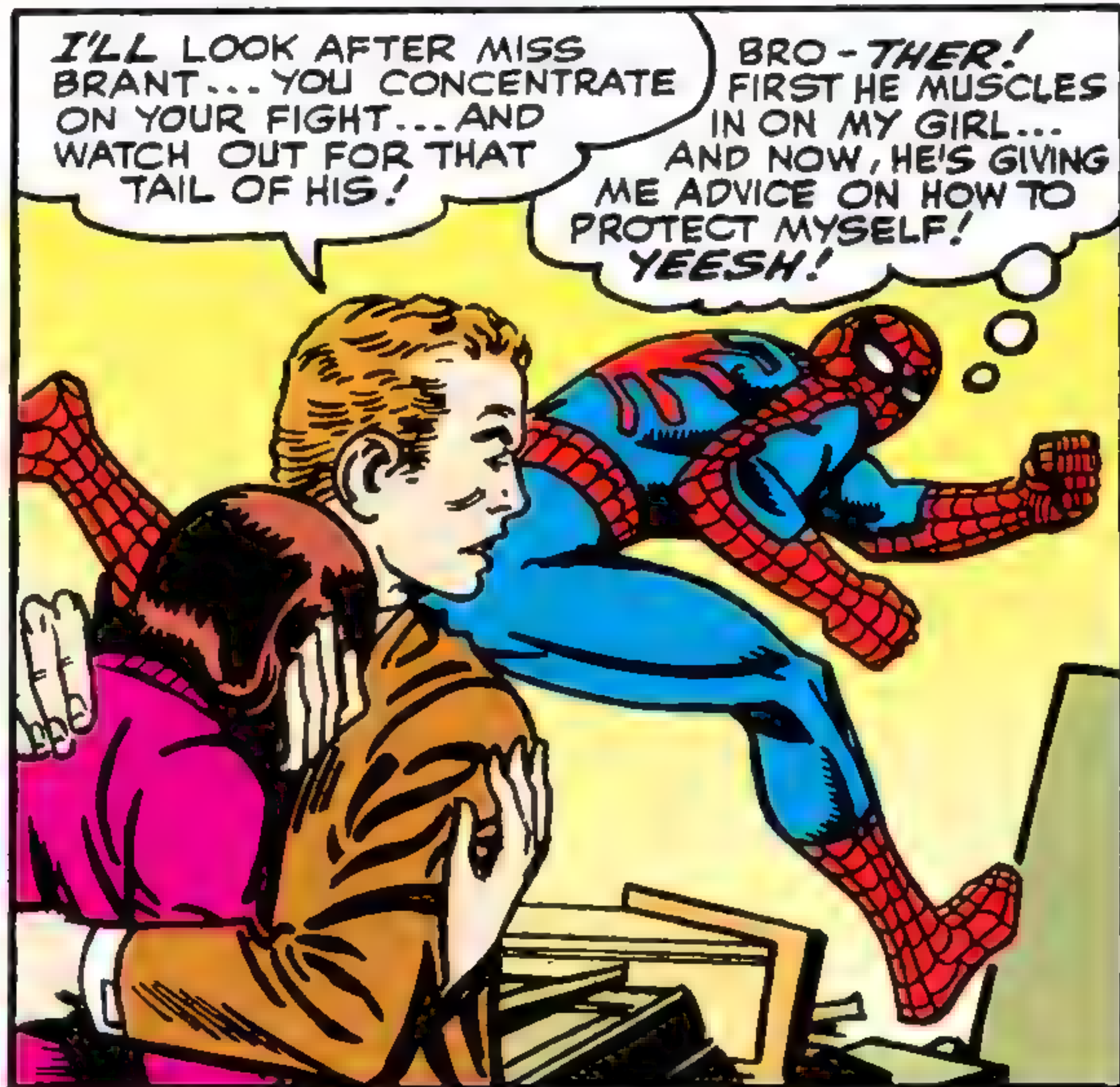
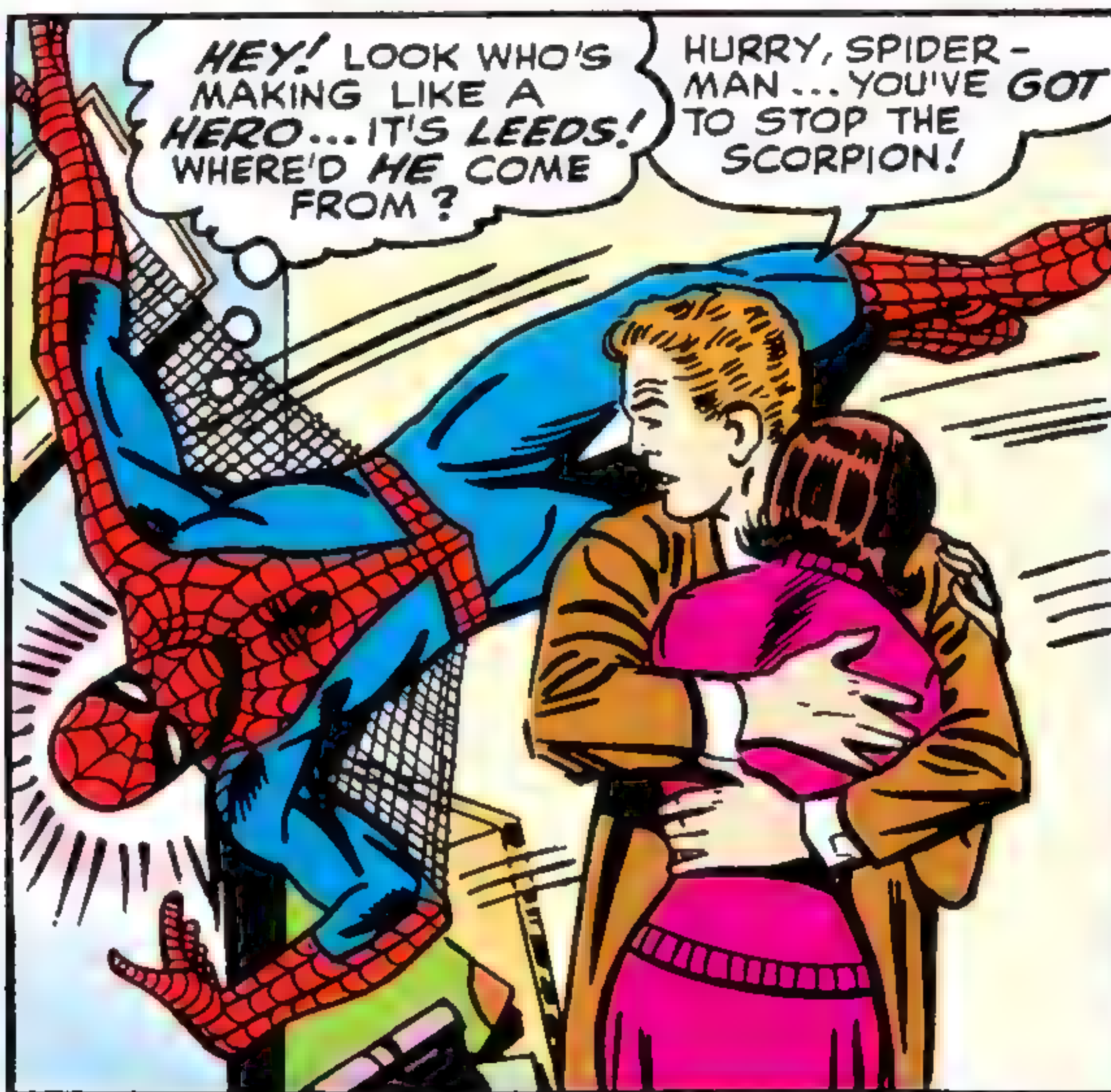
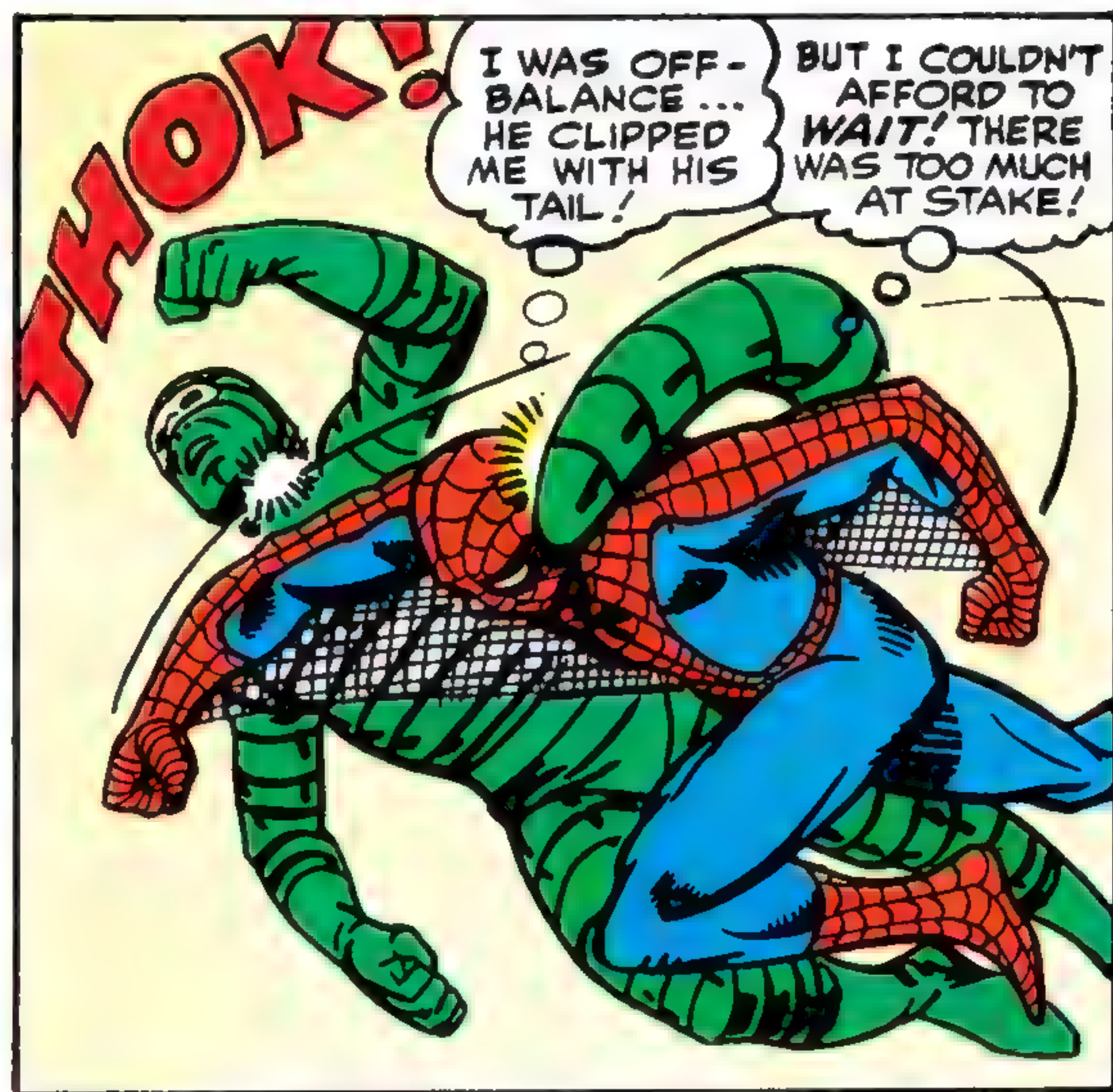




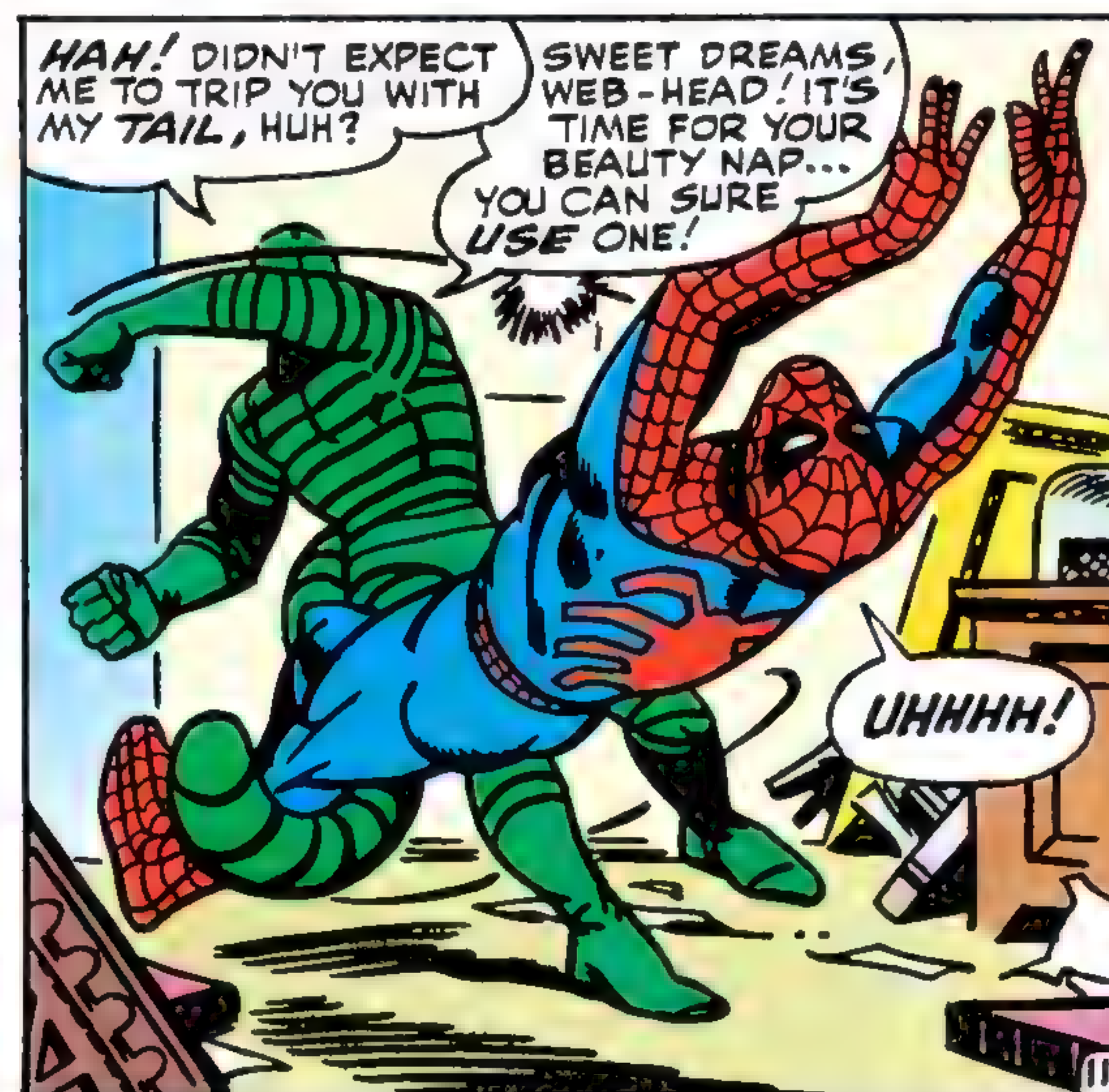
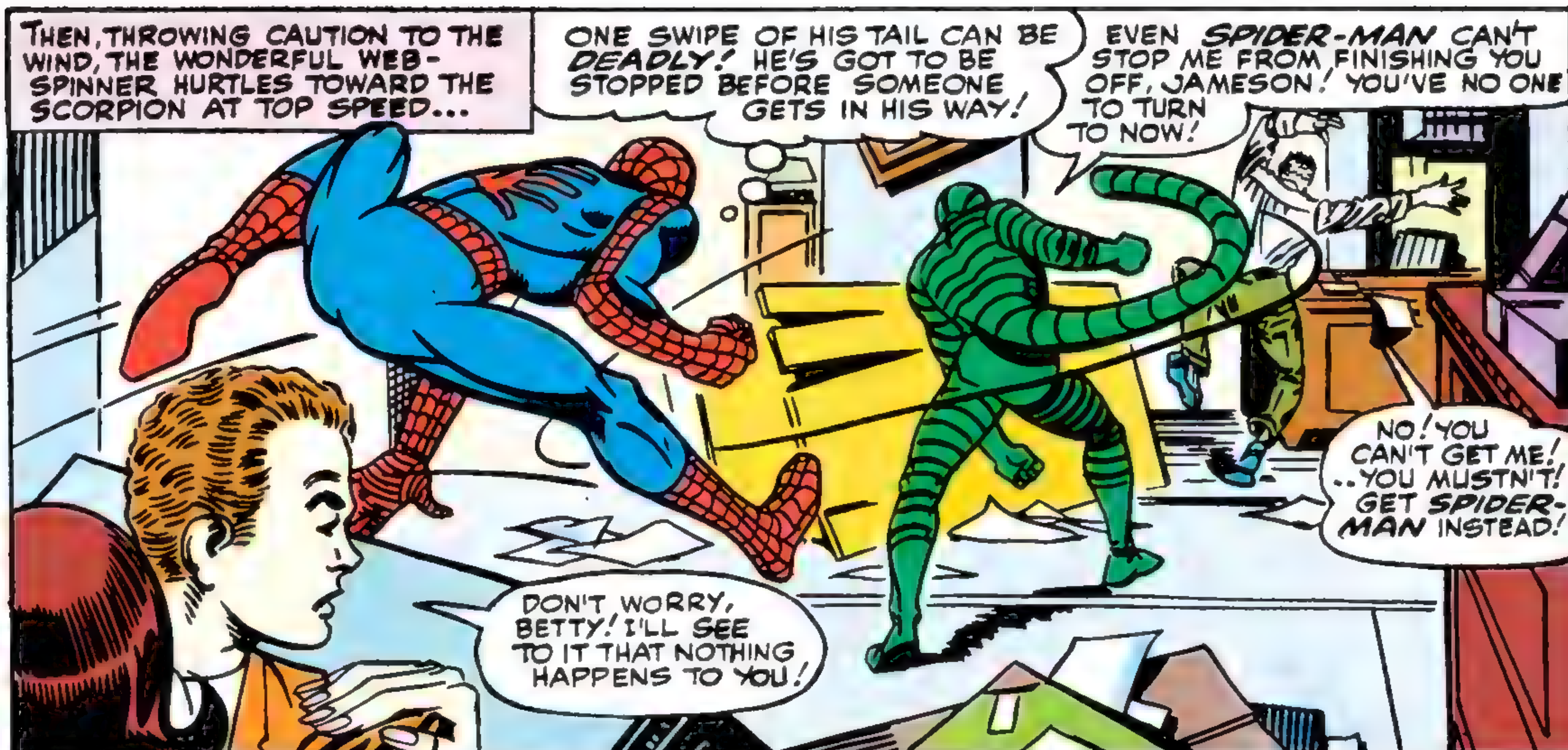




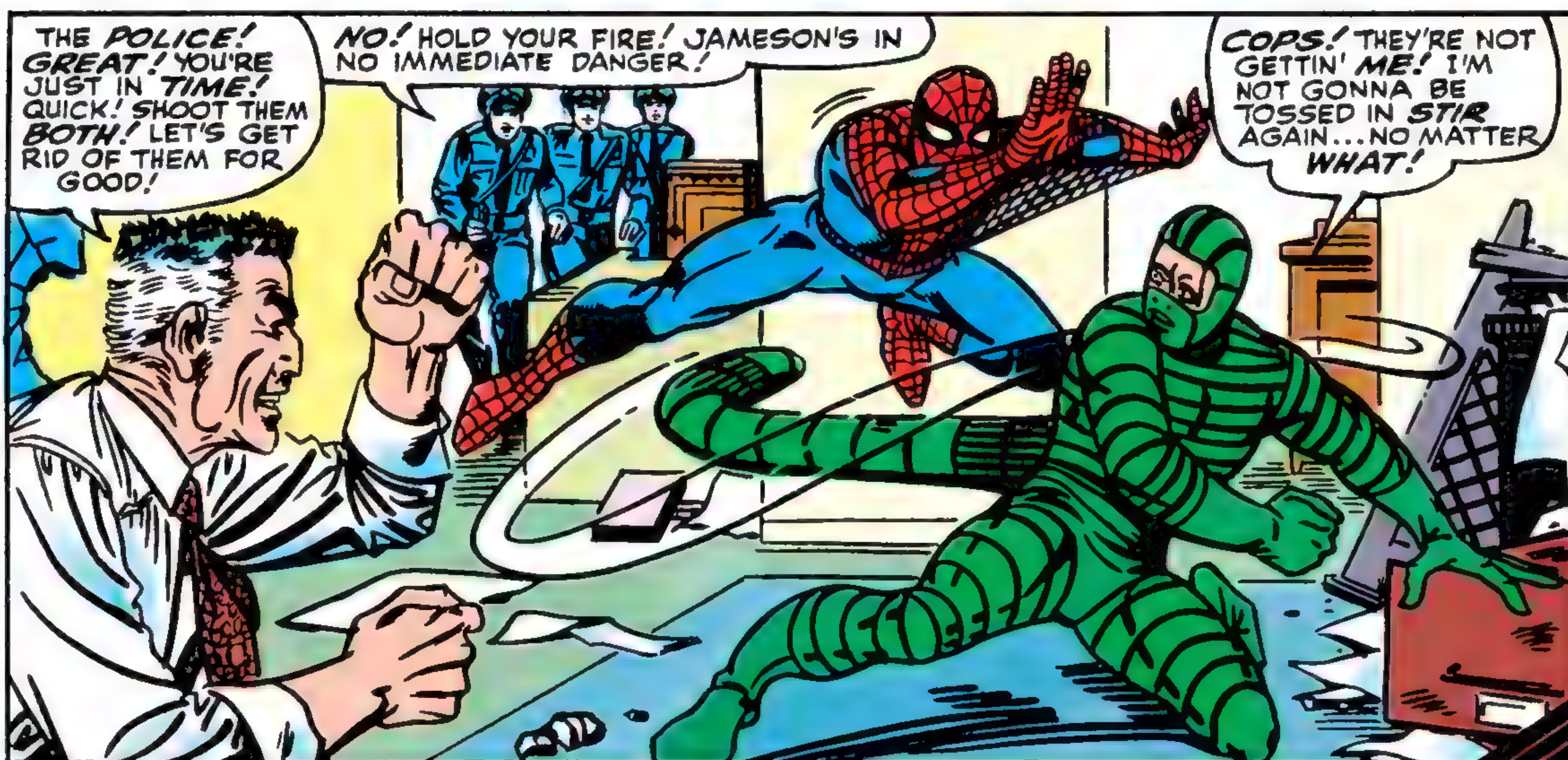
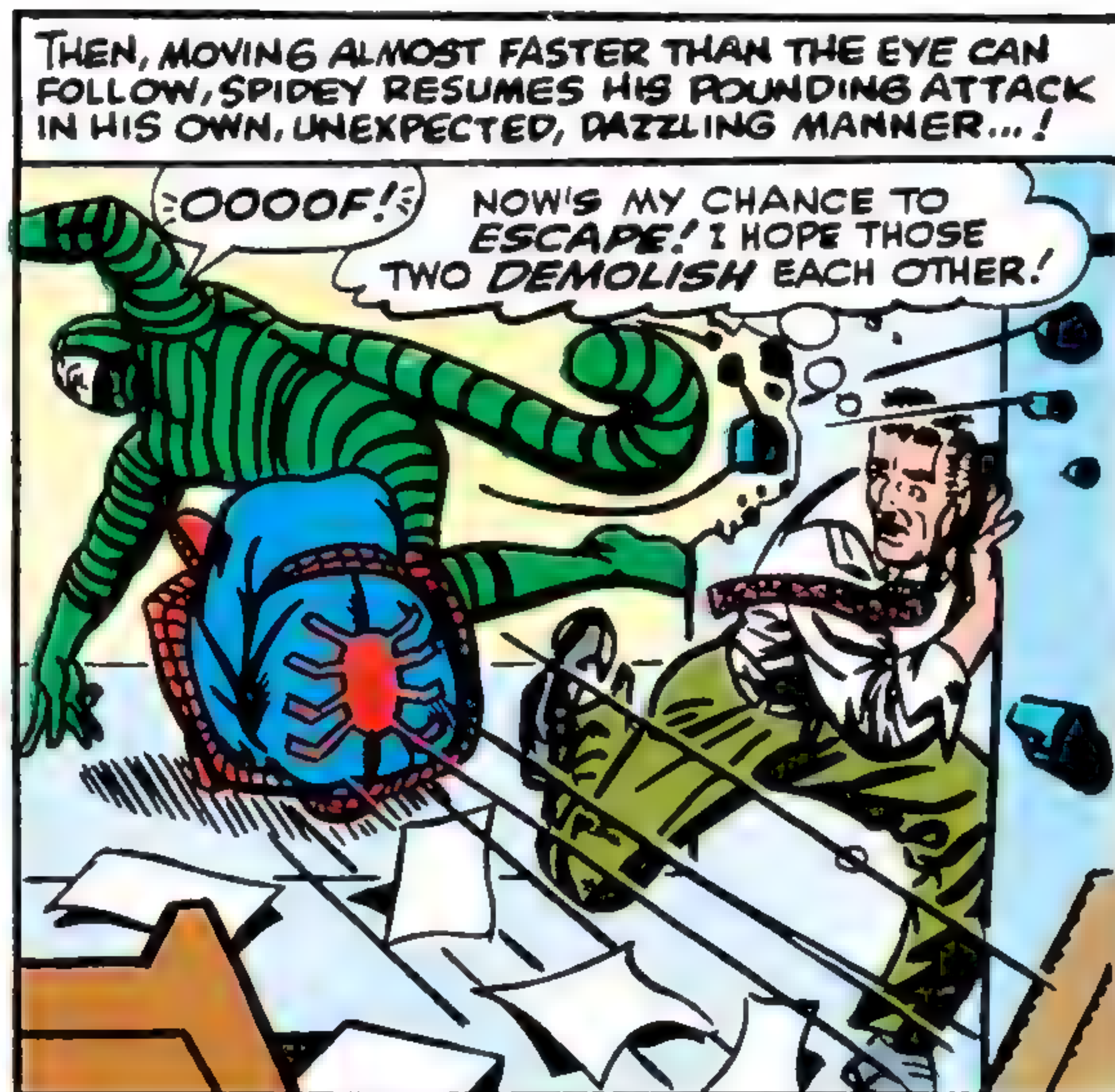




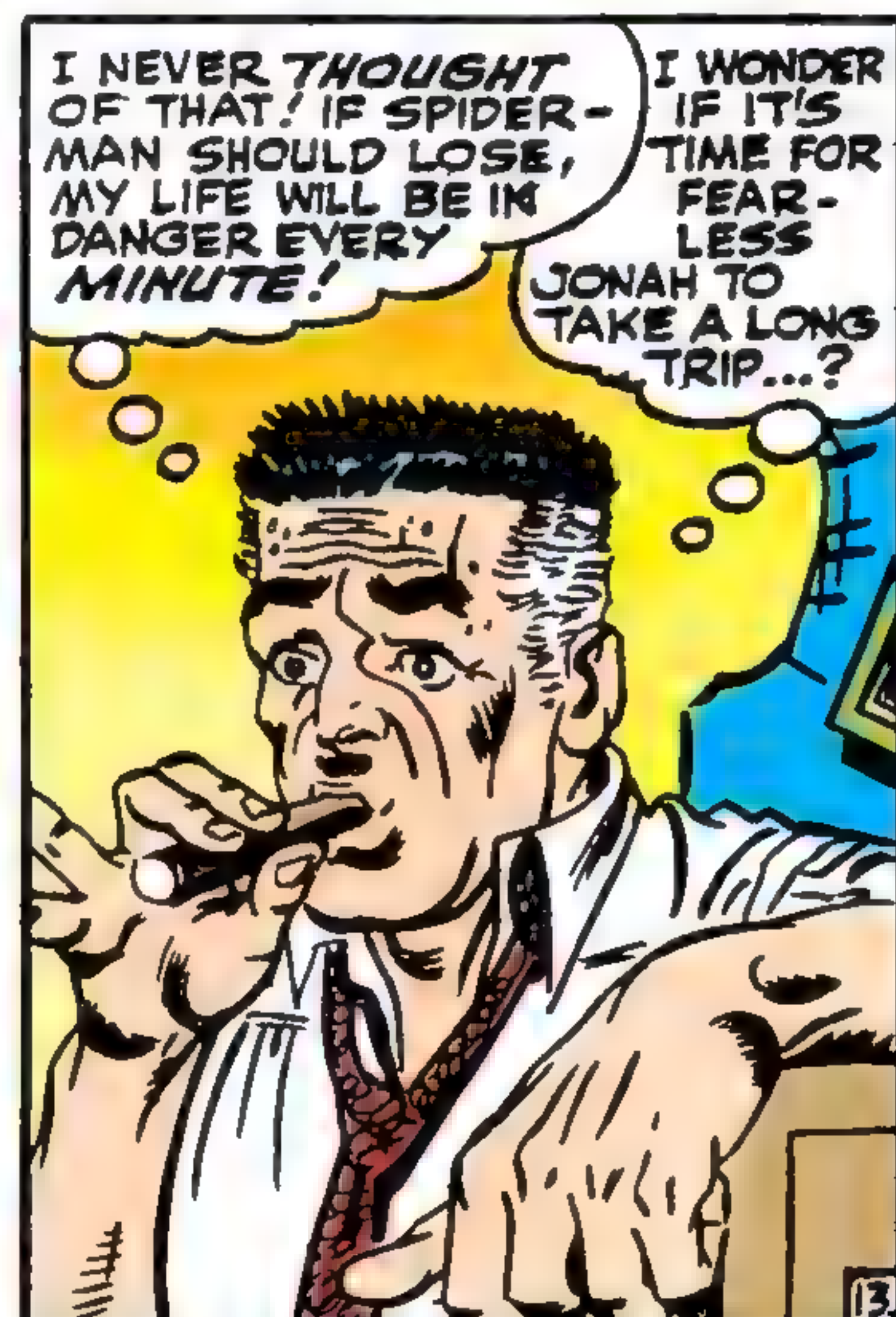
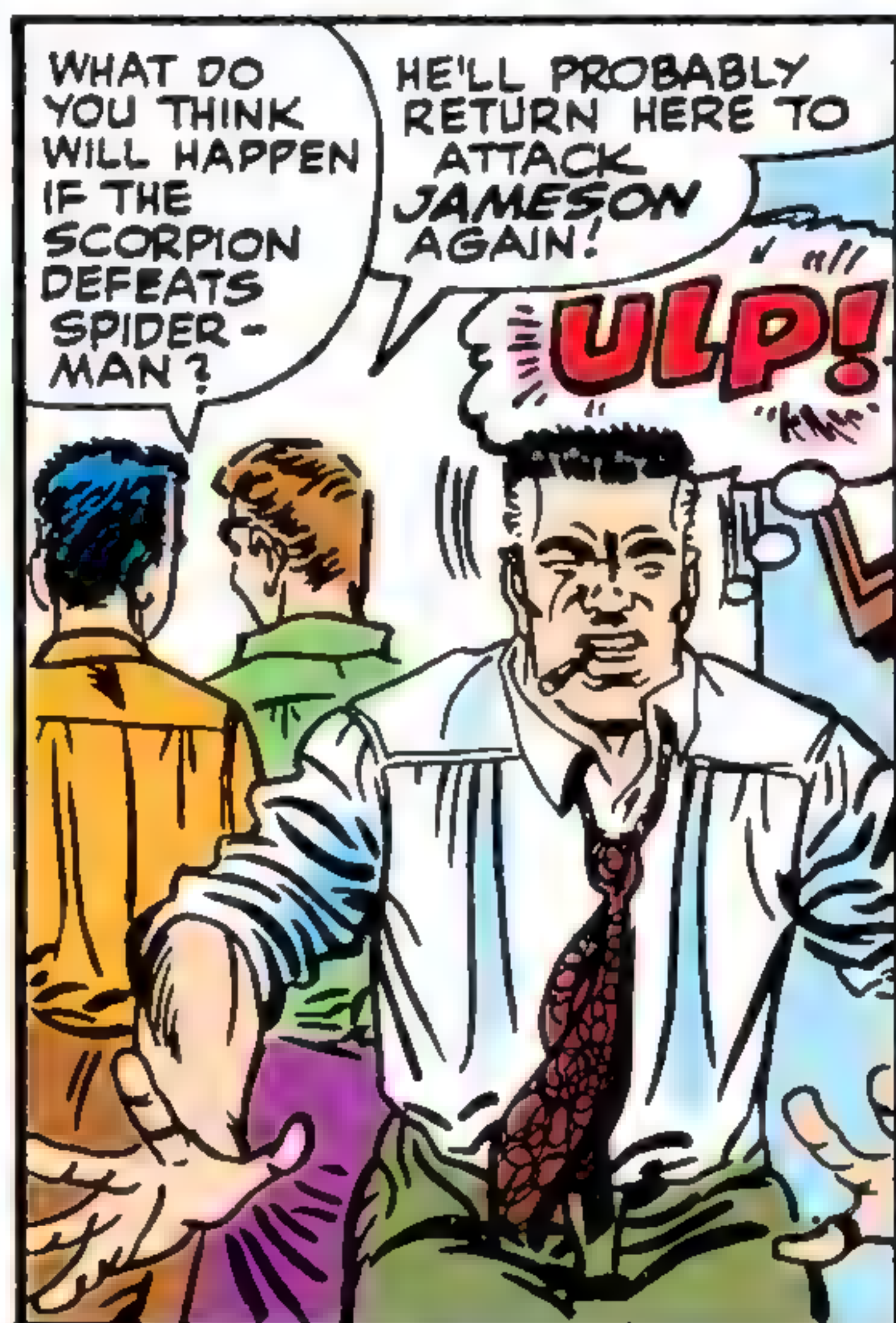
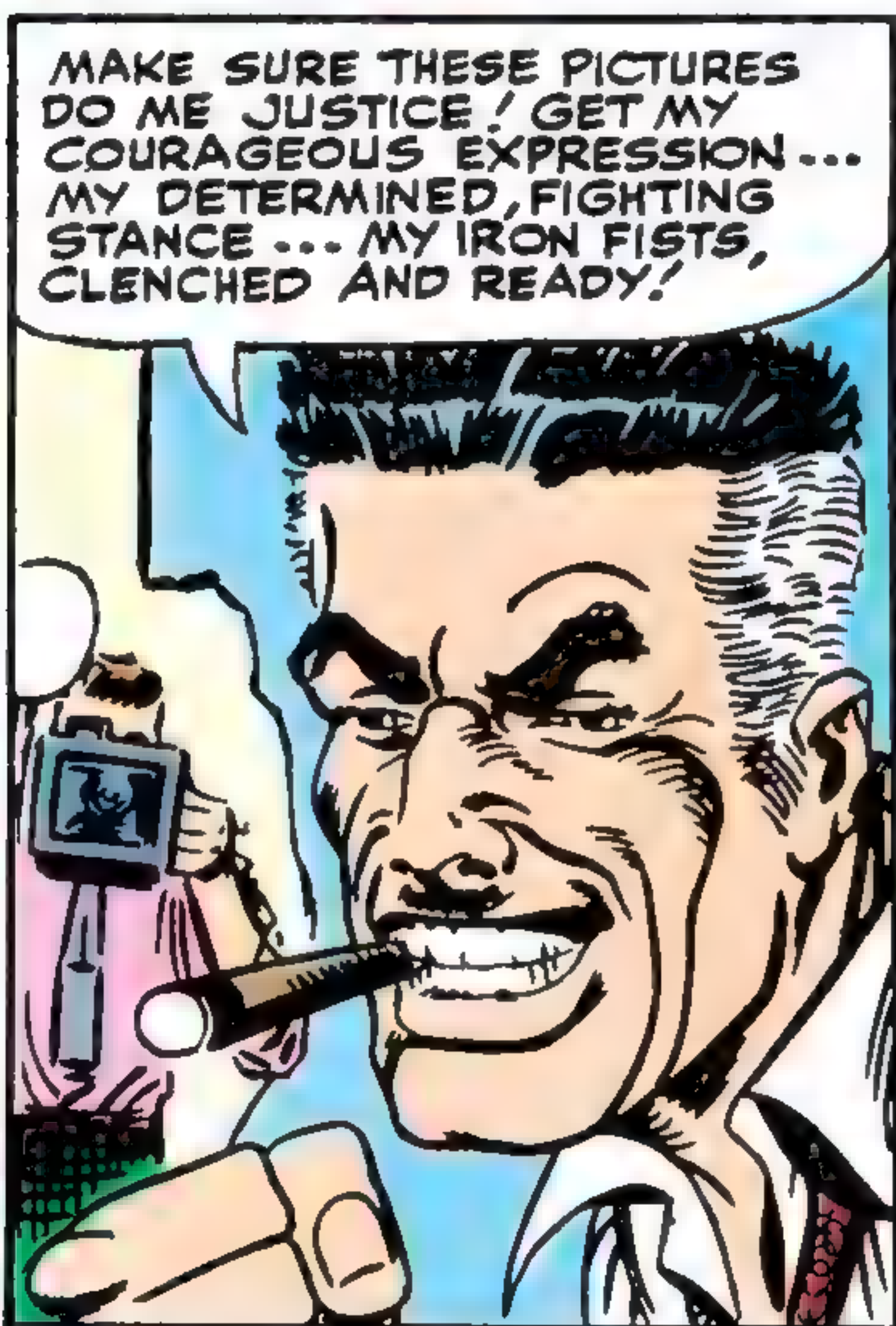
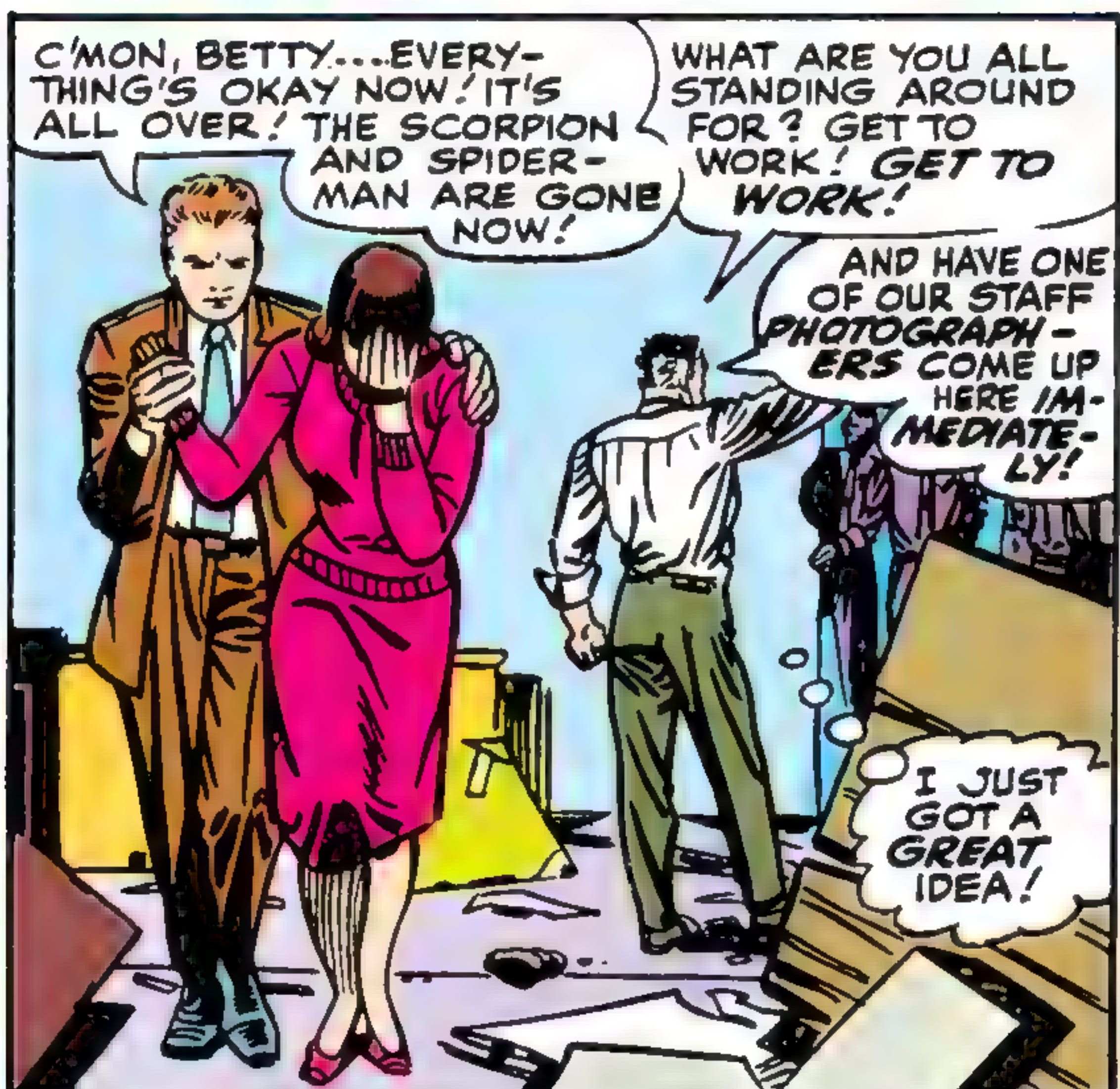
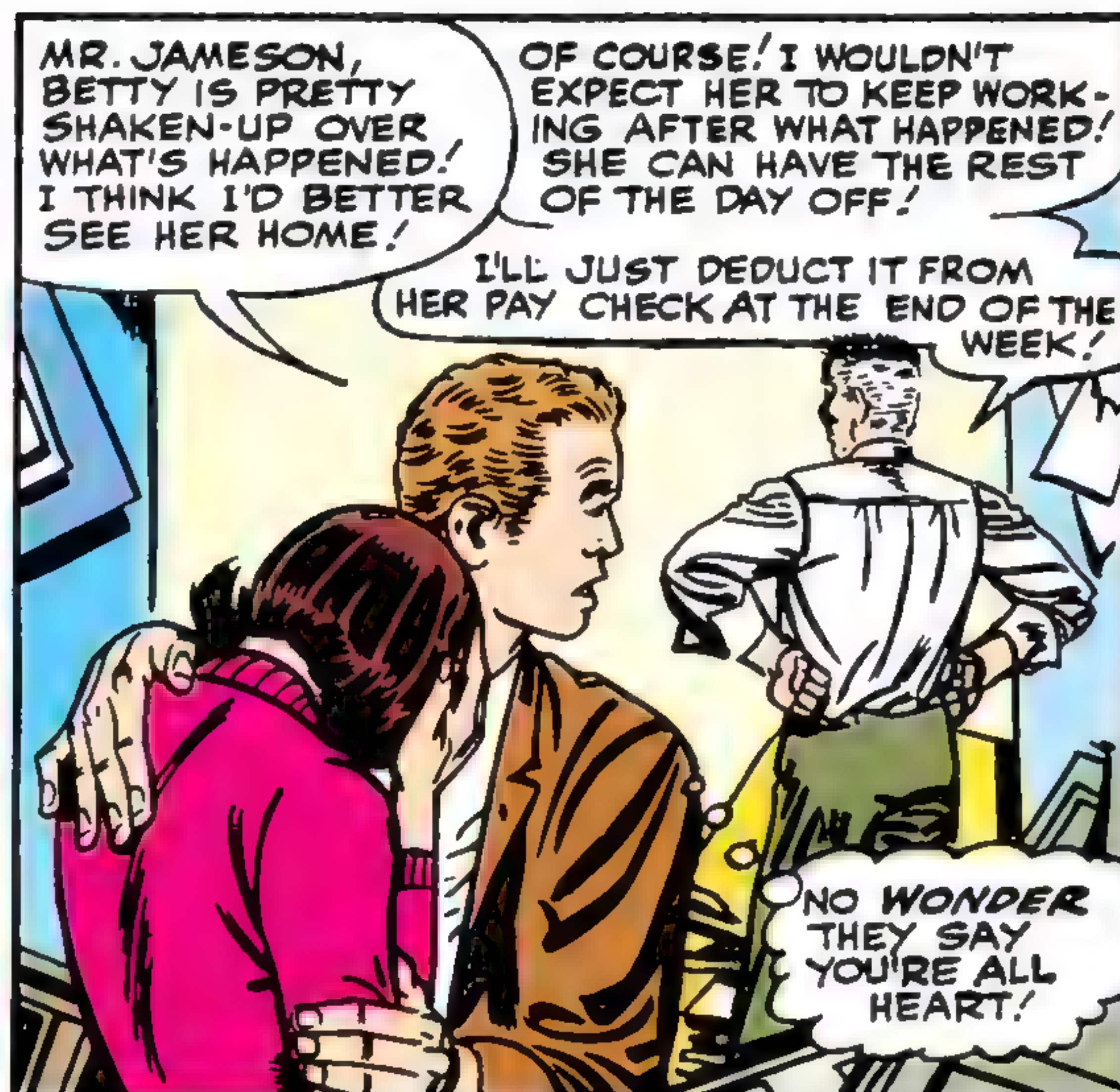














MEANWHILE, HIGH ABOVE THE CITY'S TOWERING ROOFTOPS, THE ONE MAN WHOM JAMESON HATES THE MOST IN ALL THE WORLD, BATTLES VALIANTLY AGAINST THE DEADLY, MERCILESS SCORPION...

AFTER TODAY YOU'LL HAVE TO FIND YOURSELF A NEW SPARRING PARTNER, SCORP!

IT'LL BE A PLEASURE! ONCE I FINISH YOU, I'LL--  
? OOF! ?

I HATE TO BE A SPOILSPORT, SCORPY, BUT I'VE GOT PLANS OF MY OWN!

YEAH? TOO BAD YOU WON'T BE AROUND LONG ENOUGH TO CARRY 'EM OUT!

DON'T BET ON IT, BUB! I'M HARDER TO LOSE THAN A BILL COLLECTOR!

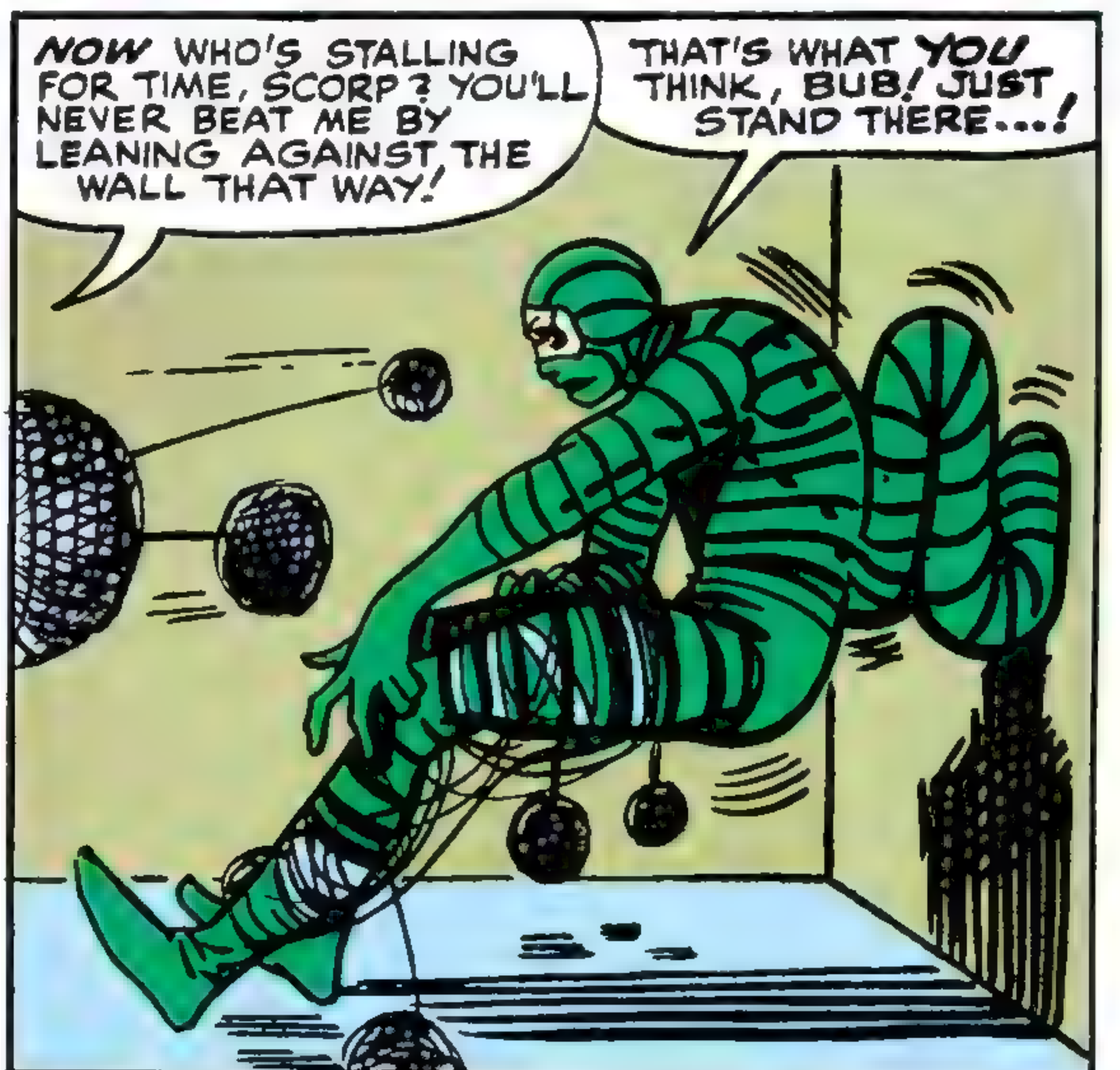
I'M NOT AIMING TO LOSE YOU, BIG MOUTH! I'M JUST GONNA SMASH YOU INTO THE MIDDLE OF NEXT WEEK!

GOOD! THERE'S A T.V. SHOW ON THEN THAT I'VE BEEN DYING TO SEE!

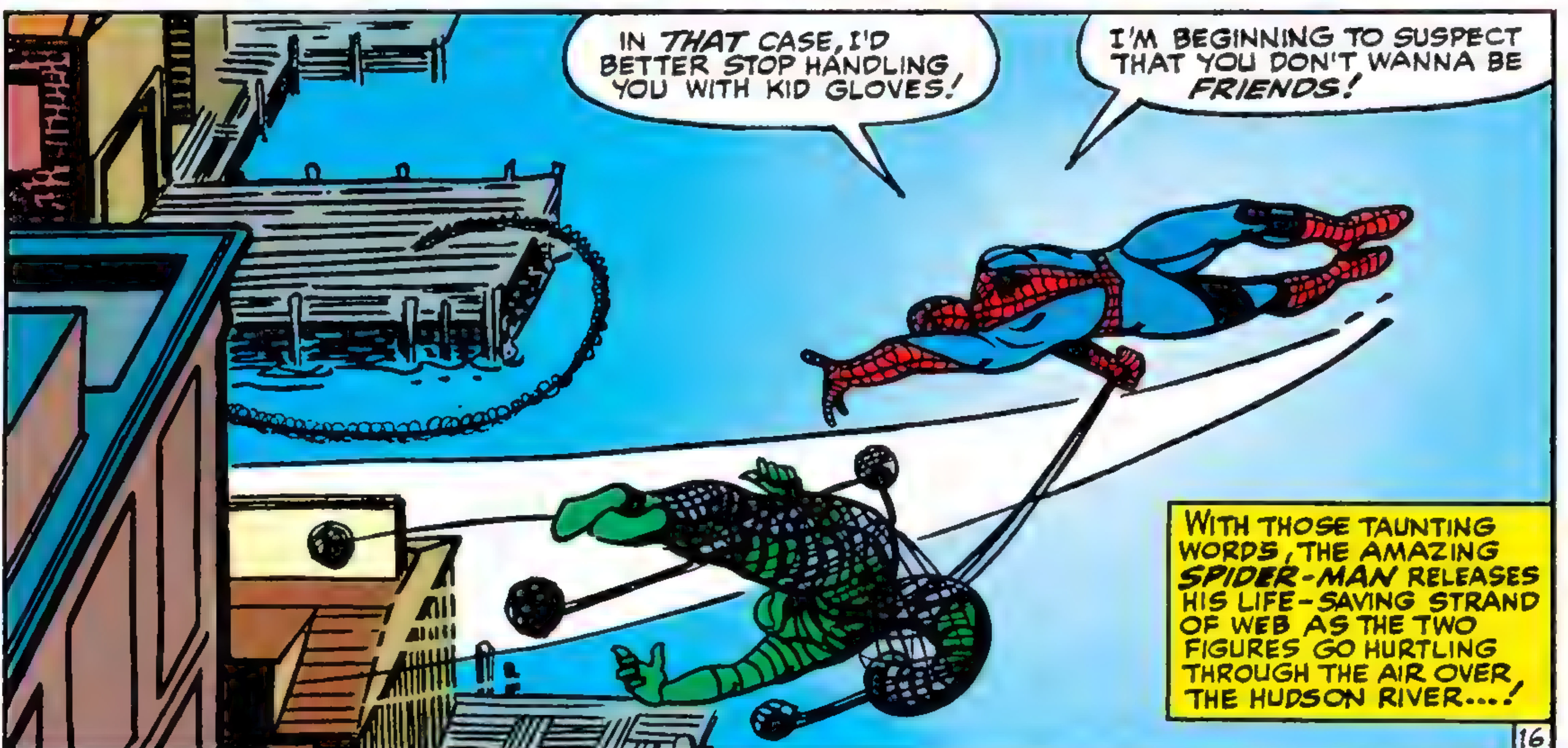
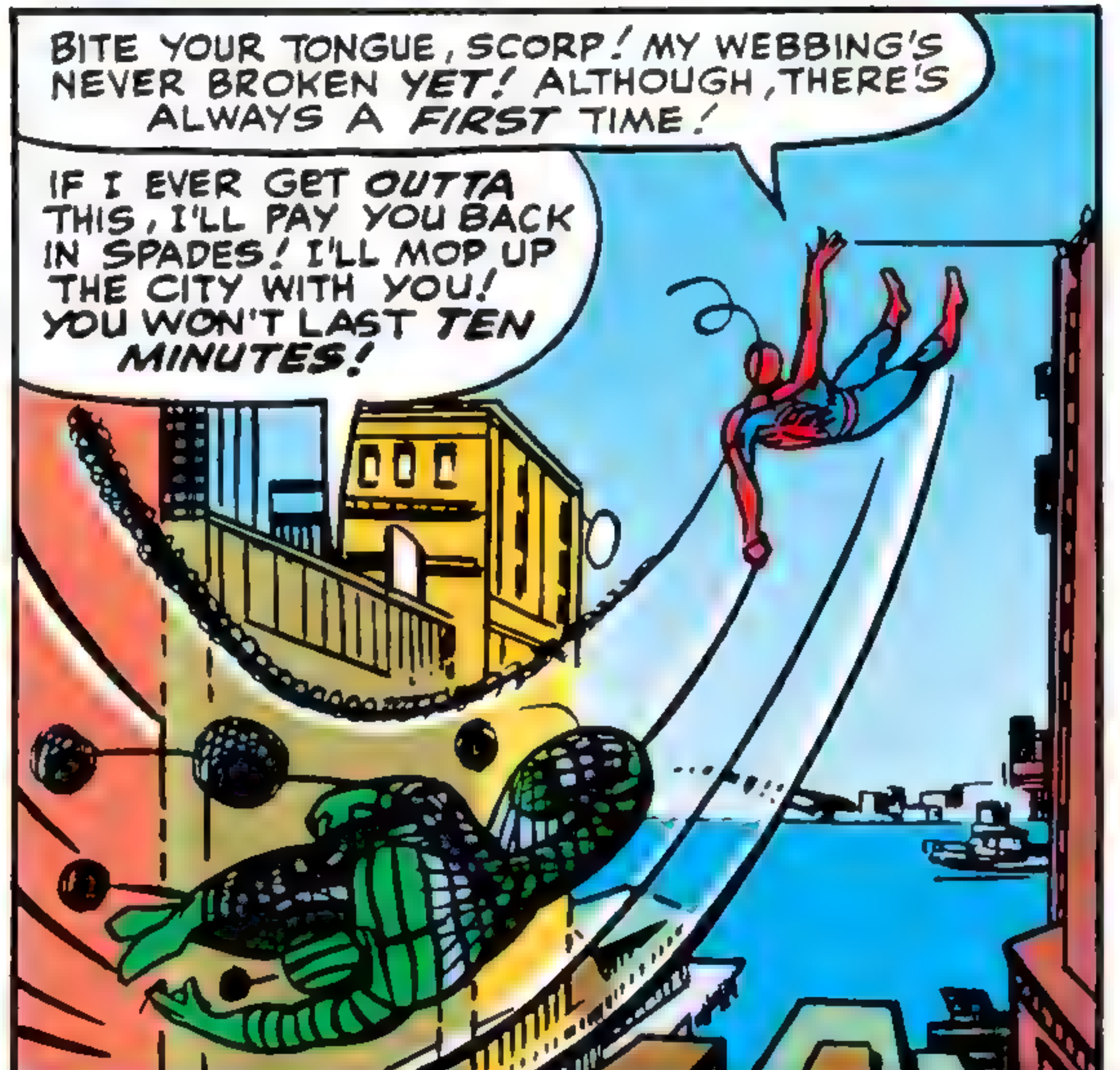
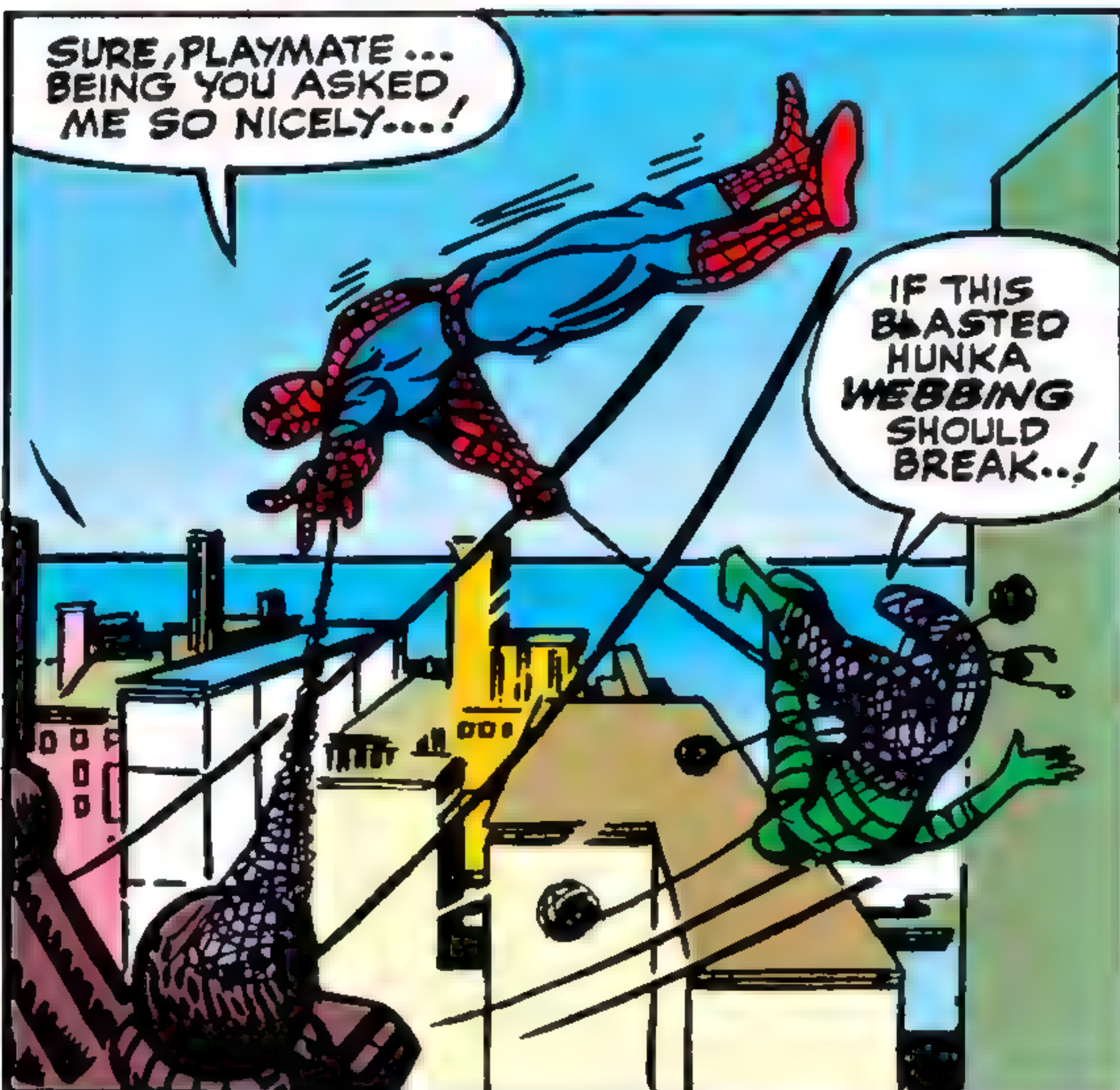
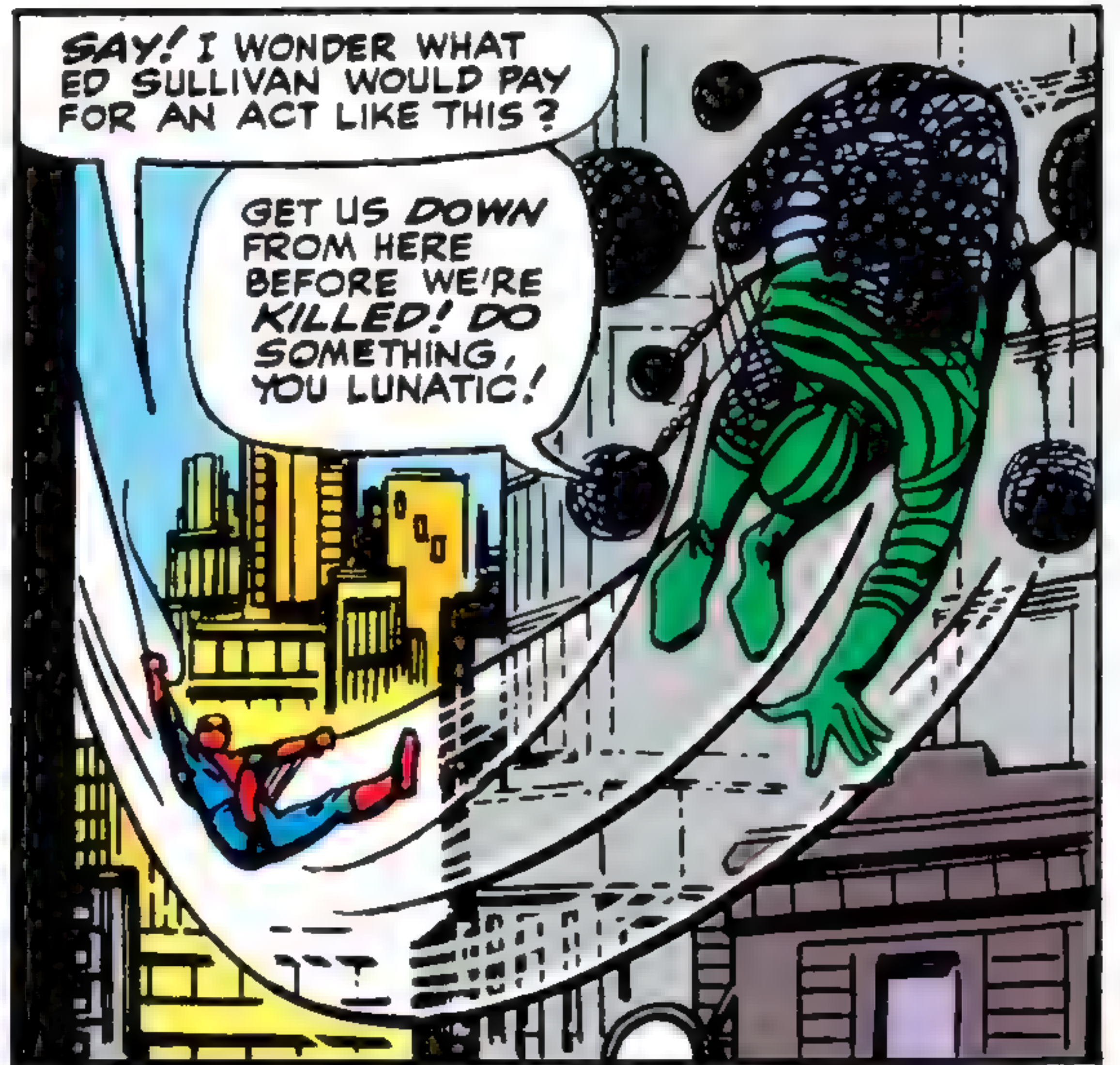
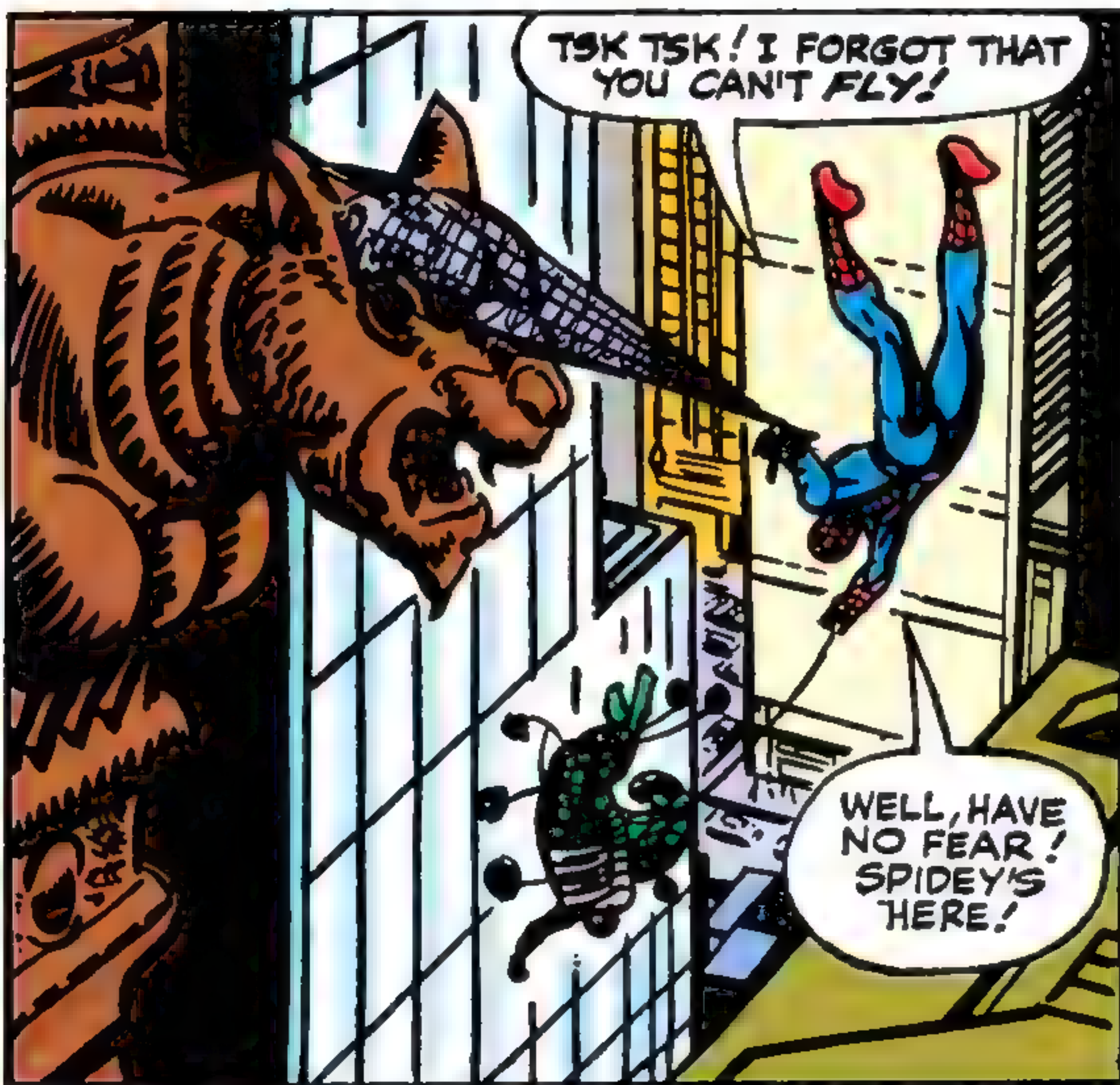
WHAT'S HOLDIN' YOU UP?? ANYONE ELSE WOULD HAVE HAD BRAINS ENOUGH TO FALL ON HIS FACE BY NOW!

AND RUIN THIS HANDSOME PROFILE OF MINE? FORGET IT! BESIDES, IT'S TIME FOR ME TO GET UP AT BAT NOW!



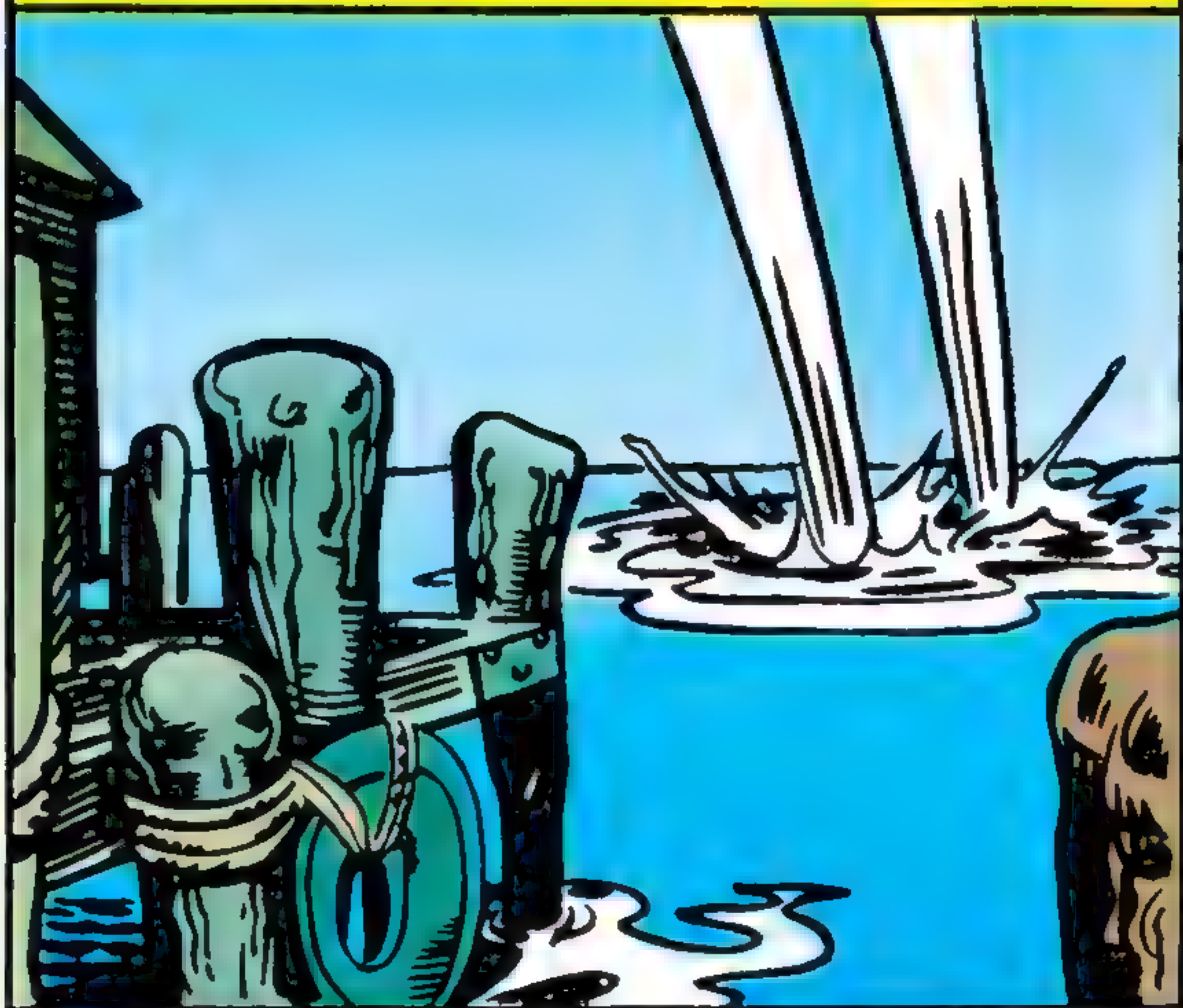








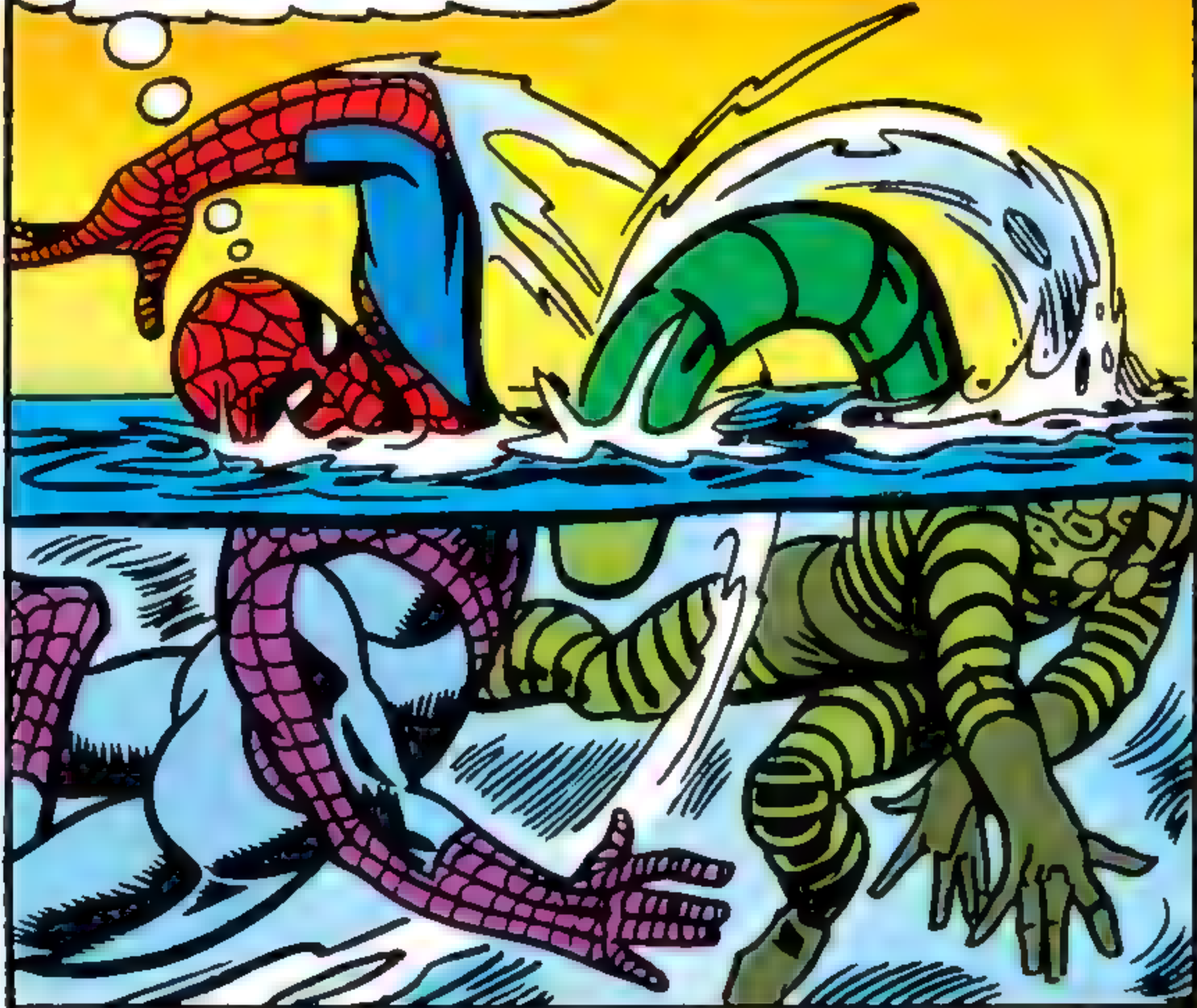
AND THEN, LIKE TWO CAREENING HUMAN METEORS, THE TWO SUPER-POWERED ANTAGONISTS PLUMMET INTO THE WATER BELOW ...!



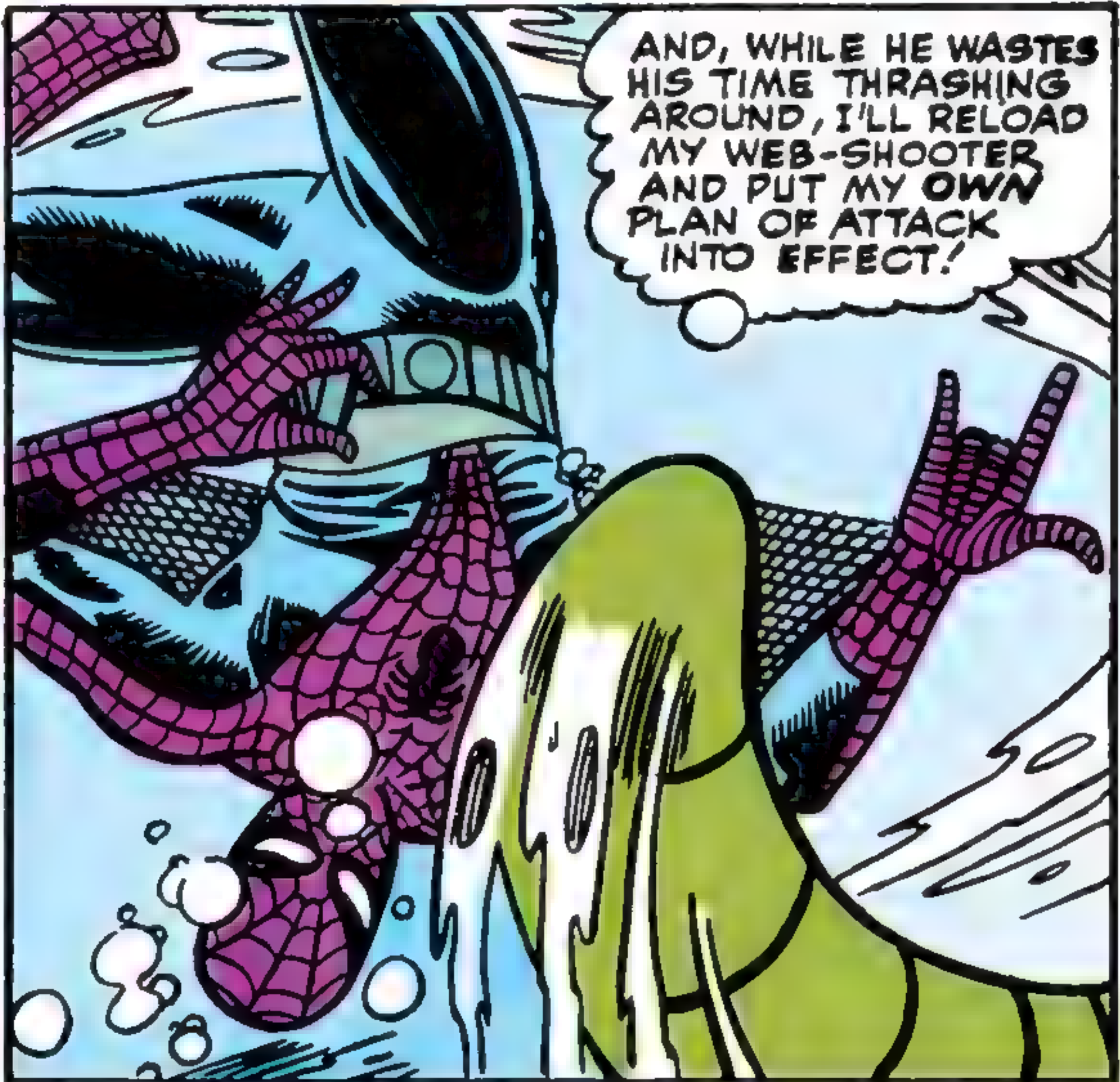
HE HAD A CHANCE TO FREE HIMSELF OF MY WEBBING! BUT, IF I PLAY MY CARDS RIGHT, IT'S TOO LATE FOR ANYTHING TO HELP HIM NOW!



EVEN IN THE WATER, MY NATURAL AGILITY MAKES IT EASY TO DODGE HIS POUNDING TAIL!

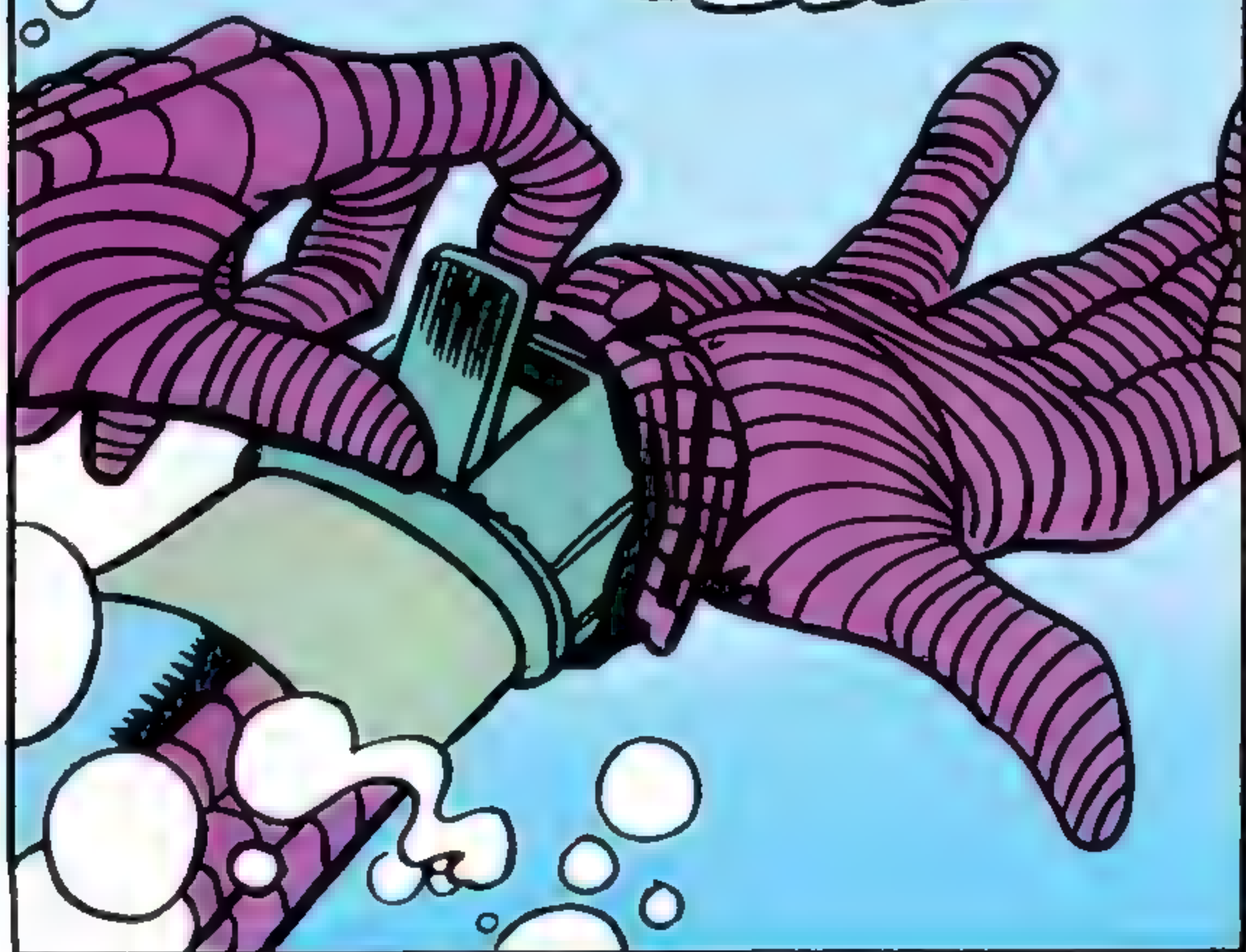


AND, WHILE HE WASTES HIS TIME THRASHING AROUND, I'LL RELOAD MY WEB-SHOOTER AND PUT MY OWN PLAN OF ATTACK INTO EFFECT!



LUCKY I ORIGINALLY MADE IT WATER-PROOF!

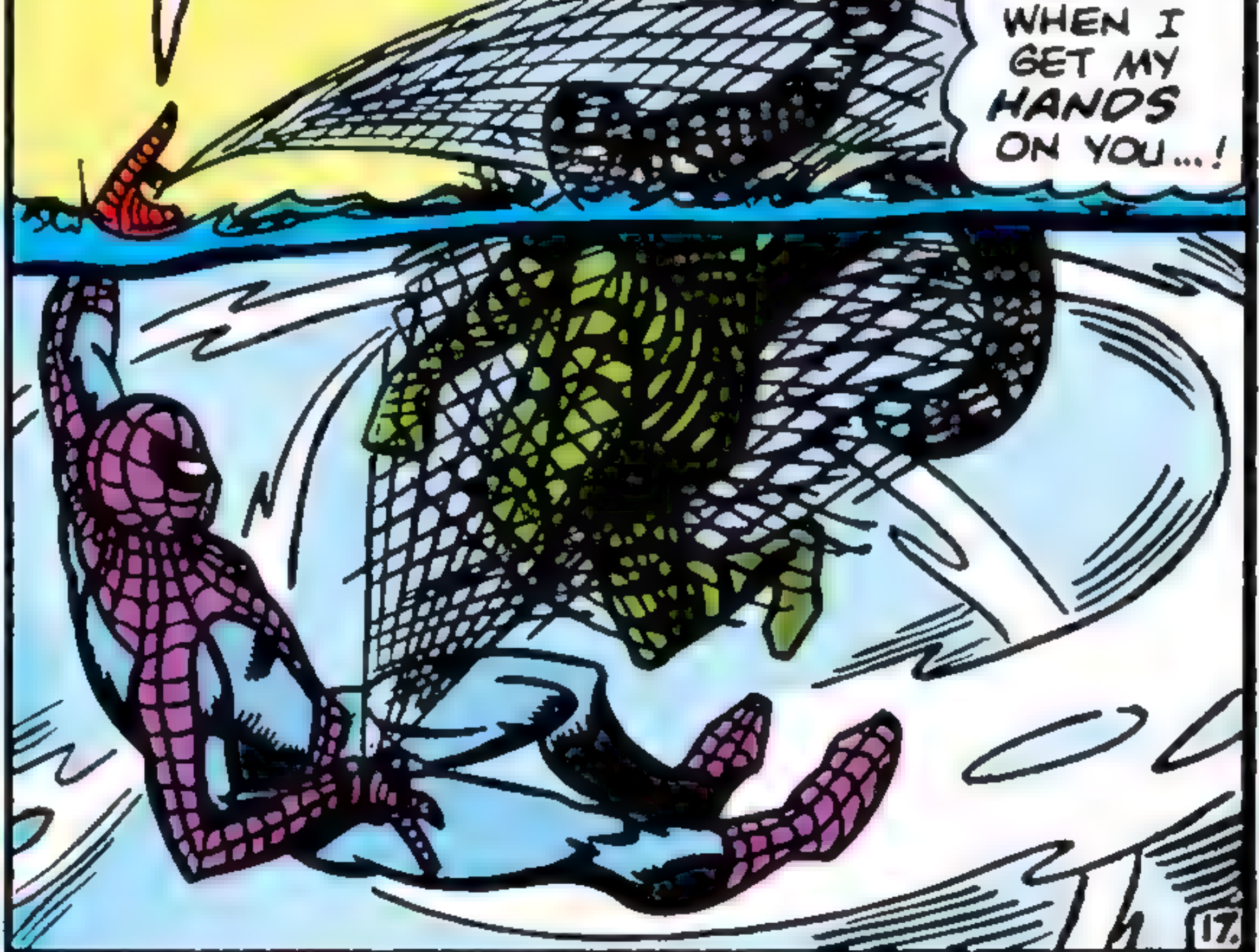
EVERYTHING'S SET NOW! HERE'S WHERE OL' SPIDEY GOES TO WORK TO SQUASH A SCORPION!



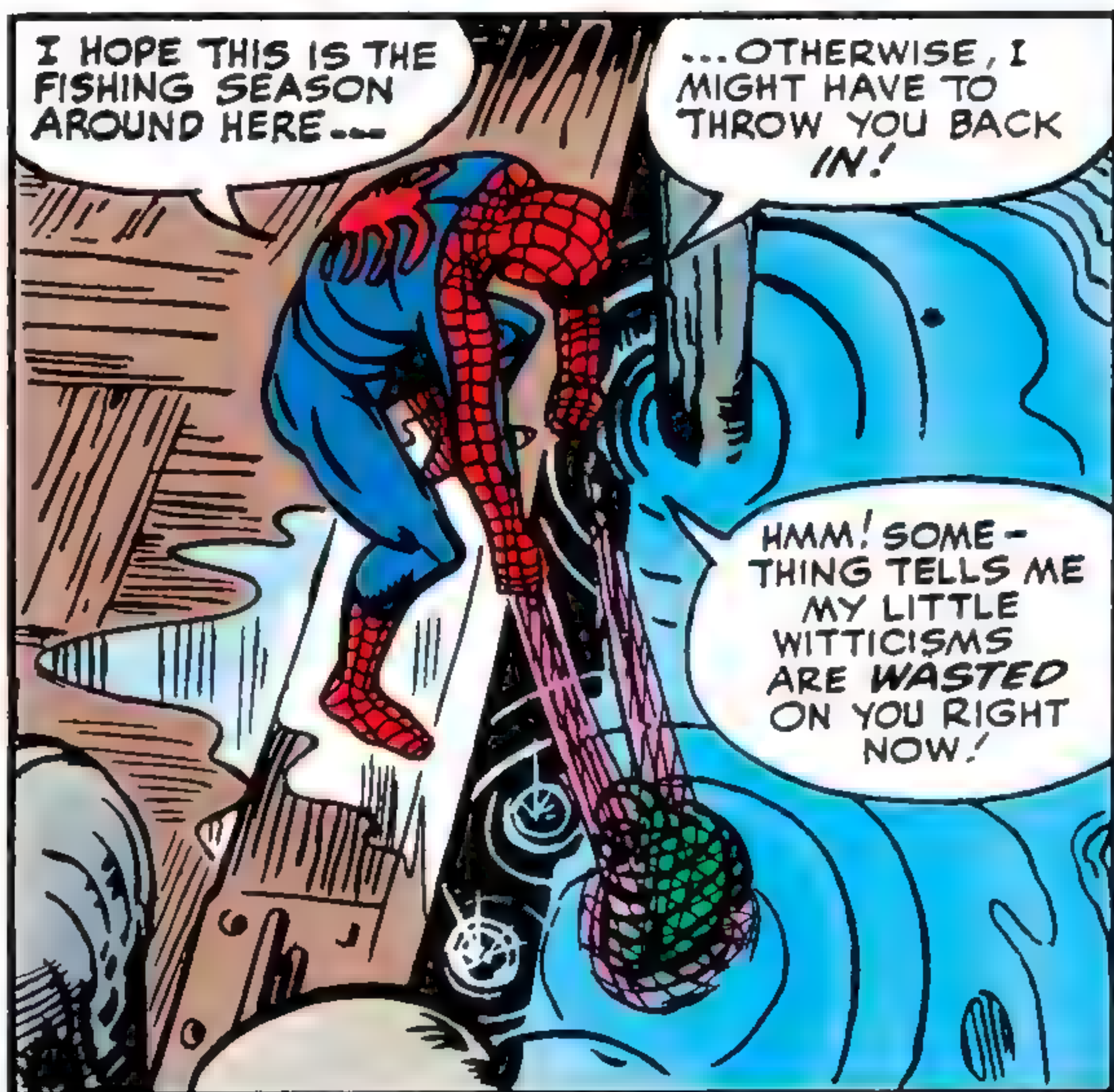
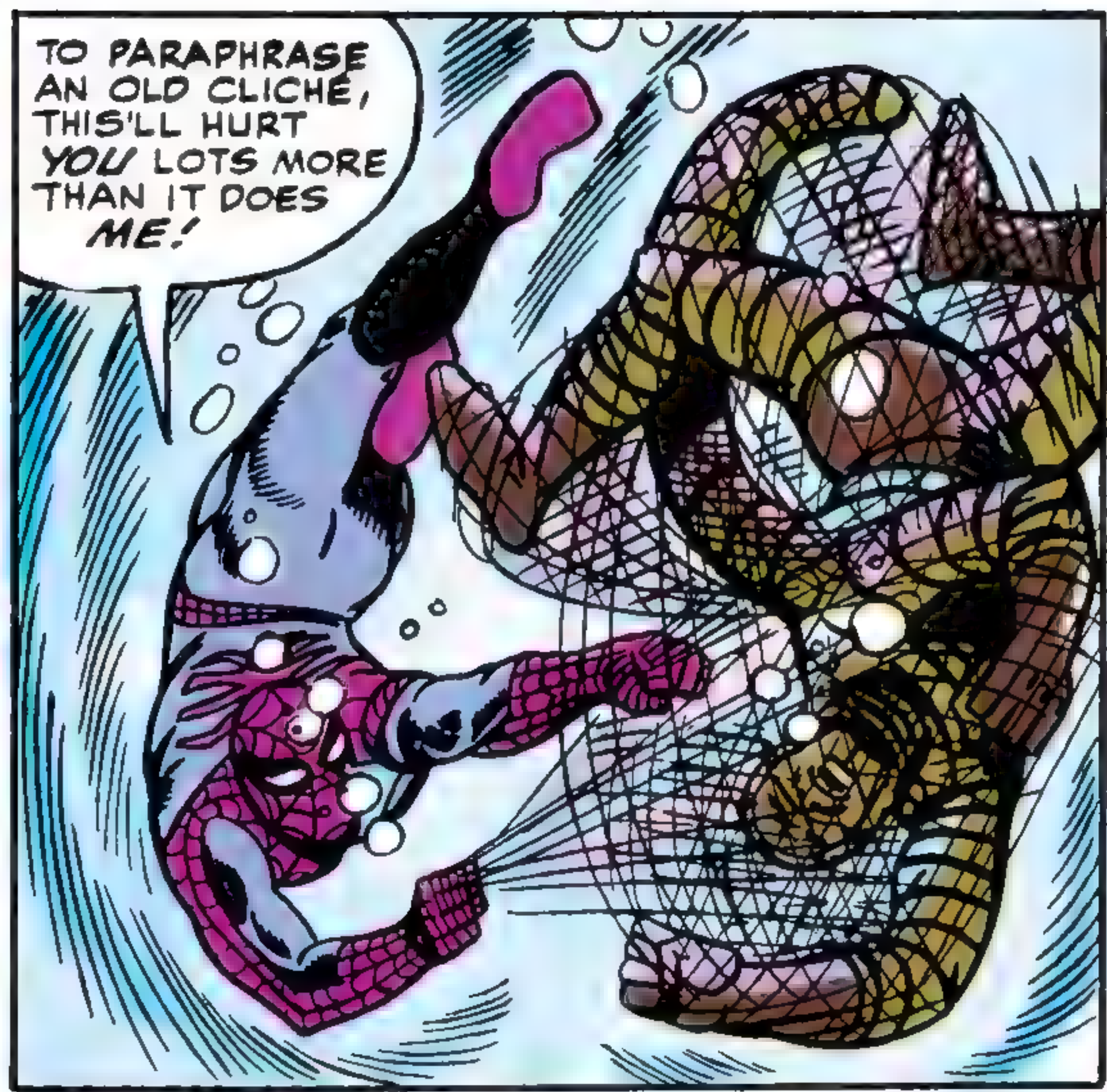
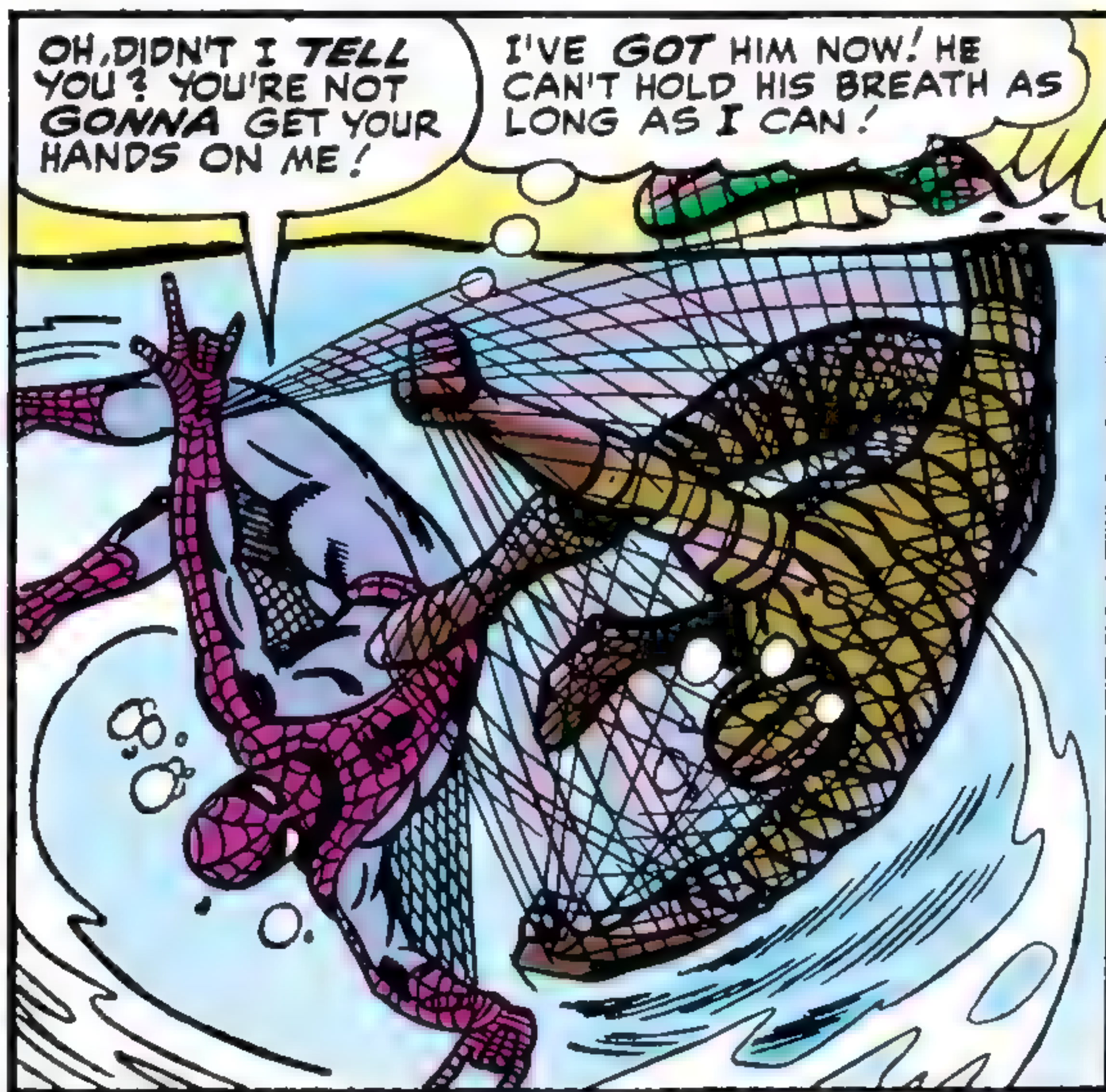
IF YOU WANT ME, SCORPY, COME'N GET ME!

DON'T LET MY WEBBING BOTHER YOU! I JUST WANNA WRAP IT AROUND YOU TO MAKE SURE YOU DON'T GET LOST!

JUST WAIT! WHEN I GET MY HANDS ON YOU ...!



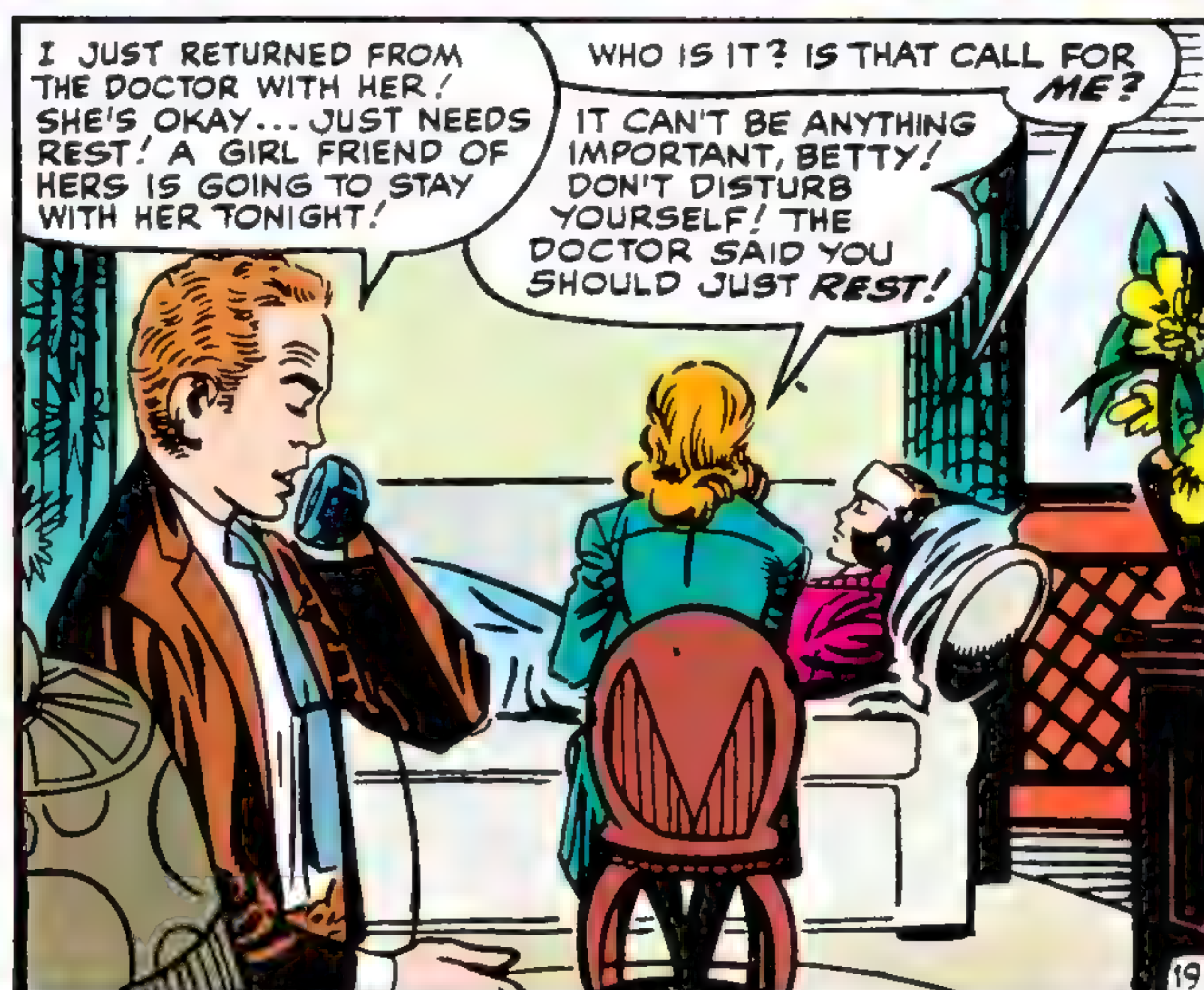
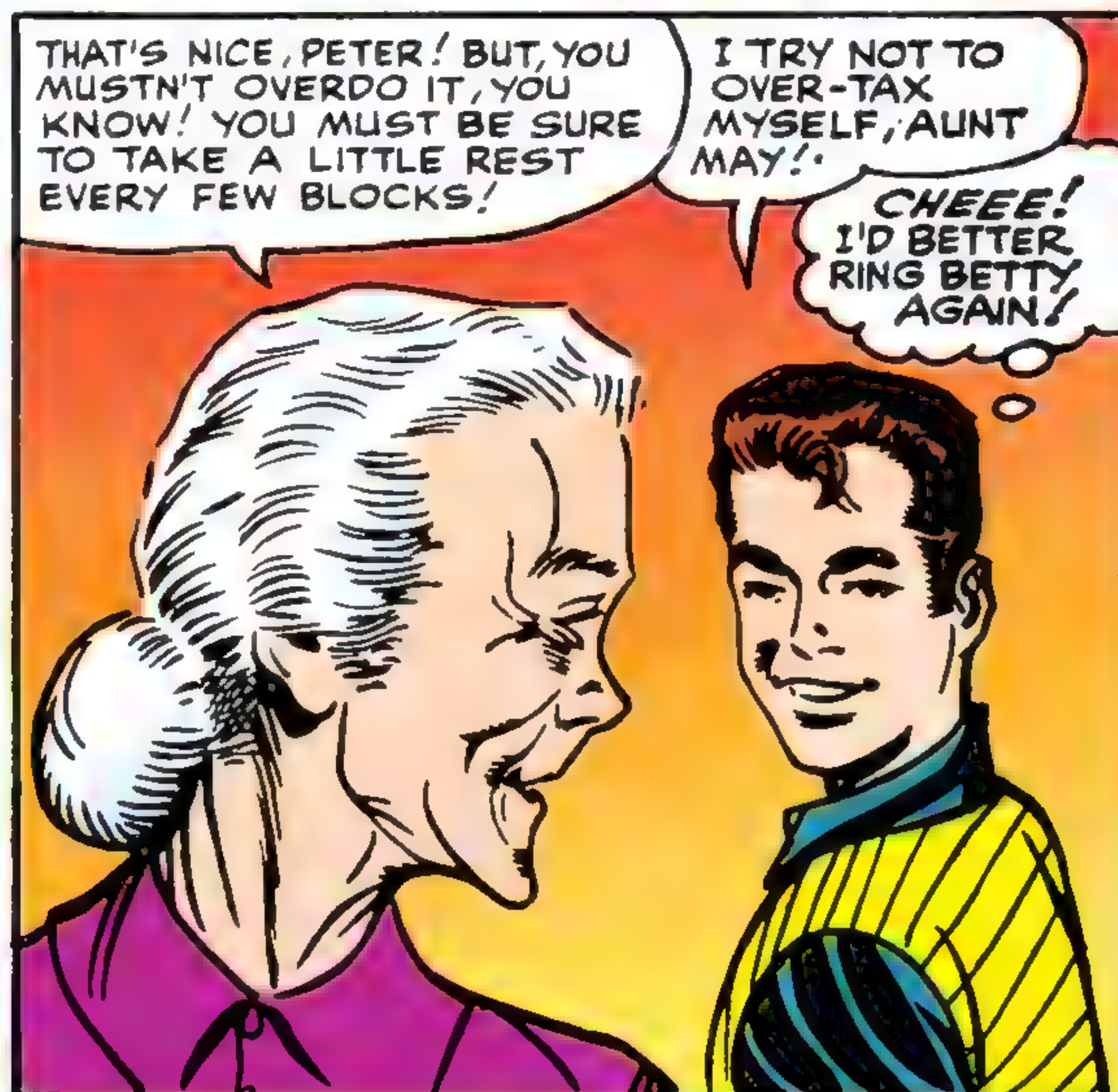




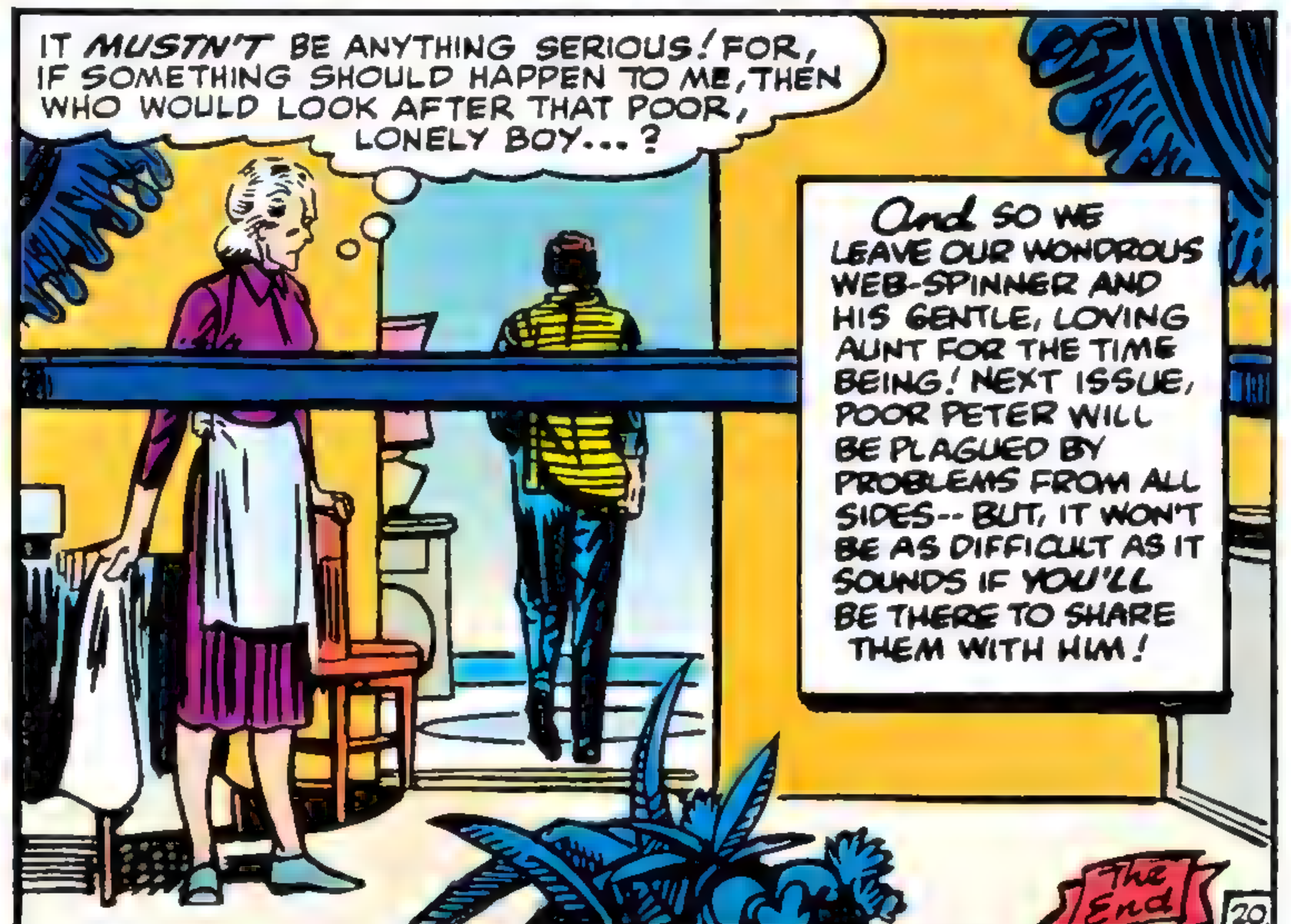




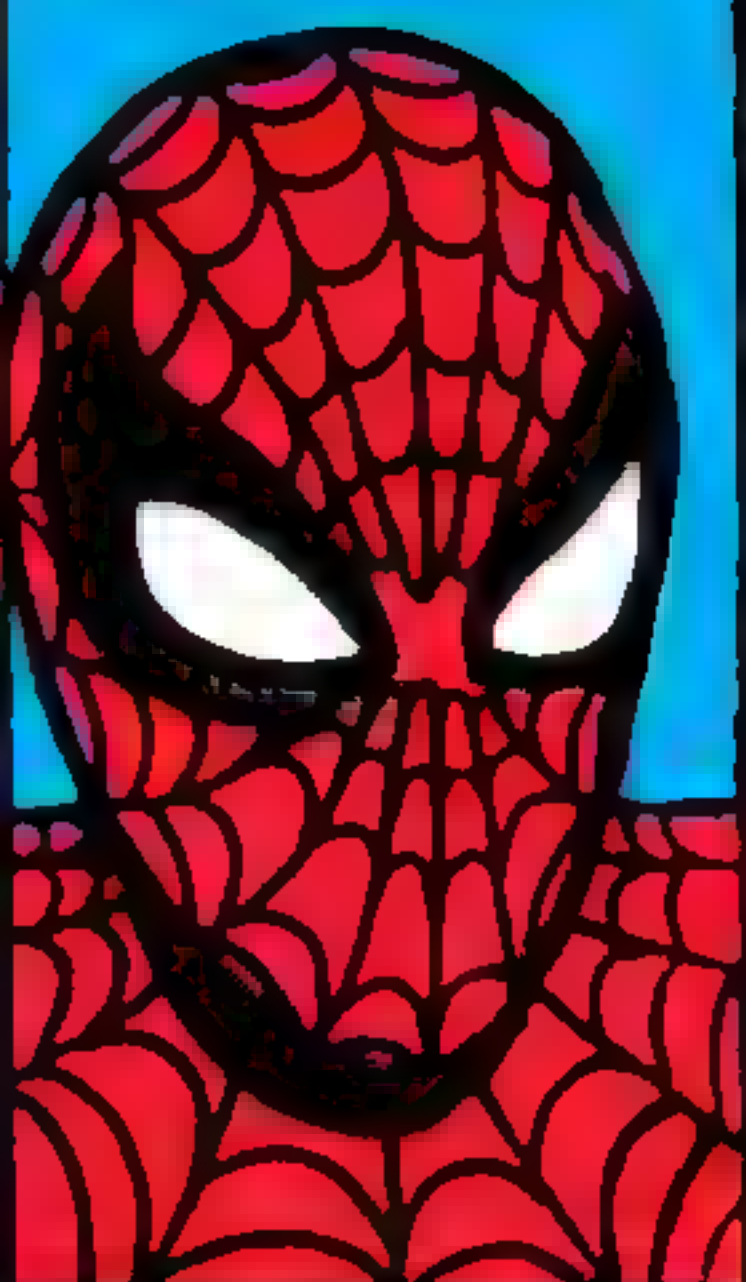
FINALLY, HAPPY OVER HIS VICTORIOUS BATTLE WITH THE SCORPION, BUT FRUSTRATED AND PUZZLED BY HIS SETBACK WITH BETTY BRANT, PETER PARKER RETURNS TO THE MODEST HOME IN FOREST HILLS WHICH HE SHARES WITH HIS DOTING AUNT MAY..











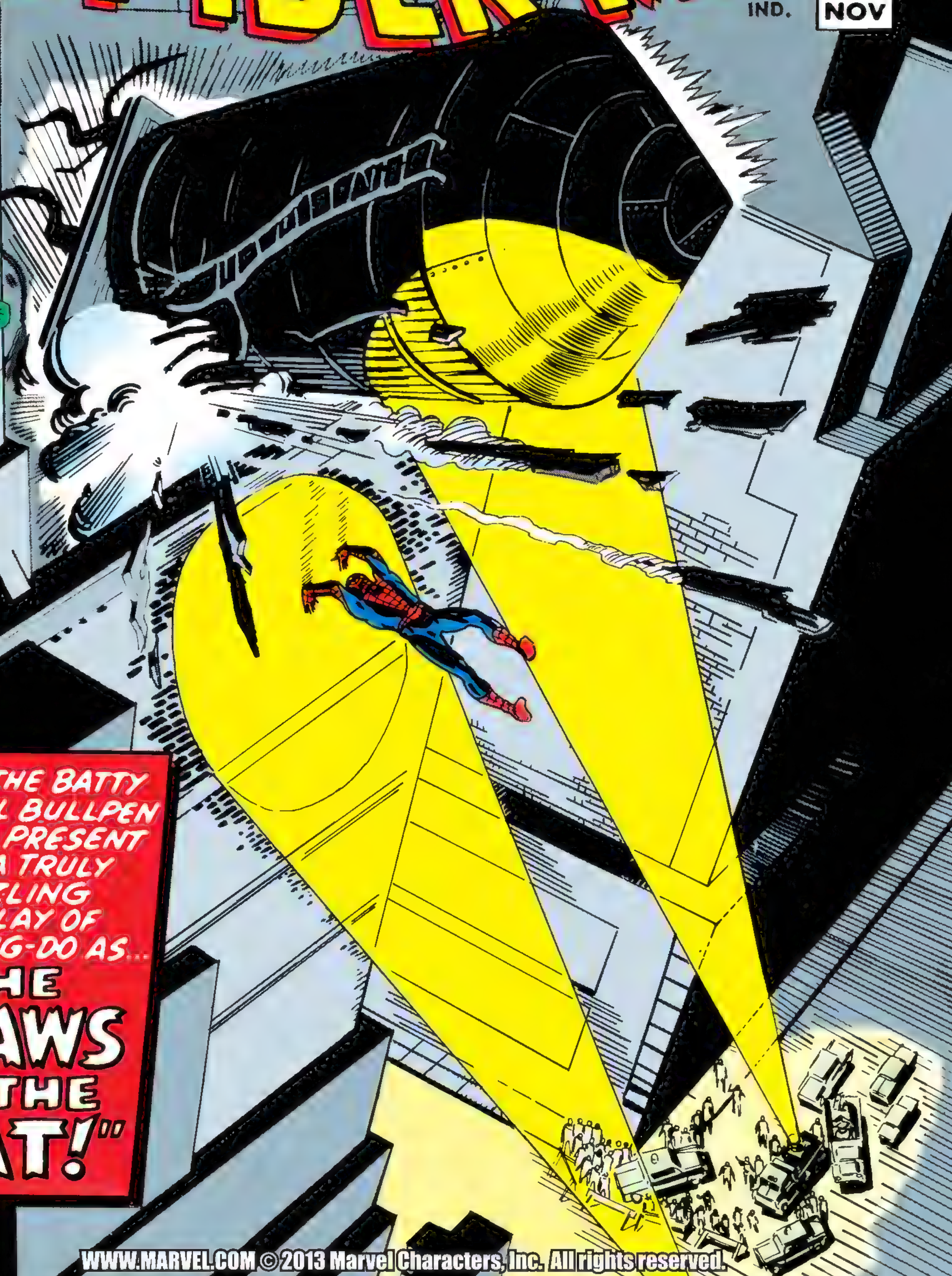
# the AMAZING SPIDER-MAN

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

30  
NOV

IND.

MARVEL  
POP  
ART 12¢  
PRODUCTIONS



ONLY THE BATTY  
MARVEL BULLPEN  
COULD PRESENT  
SUCH A TRULY  
DAZZLING  
DISPLAY OF  
DERRING-DO AS...  
"THE  
CLAWS  
OF THE  
CAT!"





# "THE CLAWS OF THE CAT!"

IN WHICH OUR WEB-SPINNING WONDER ENCOUNTERS A BRAND NEW FOE, WHILE FINDING HIMSELF STILL BESET BY THE SAME OLD PROBLEMS! IT IS MORE THAN LIKELY THAT THIS LITTLE EXCURSION INTO ADVENTURE WILL MEET WITH YOUR UNQUALIFIED APPROVAL!



HEROICALLY WRITTEN  
AND EDITED BY:  
**STAN LEE**

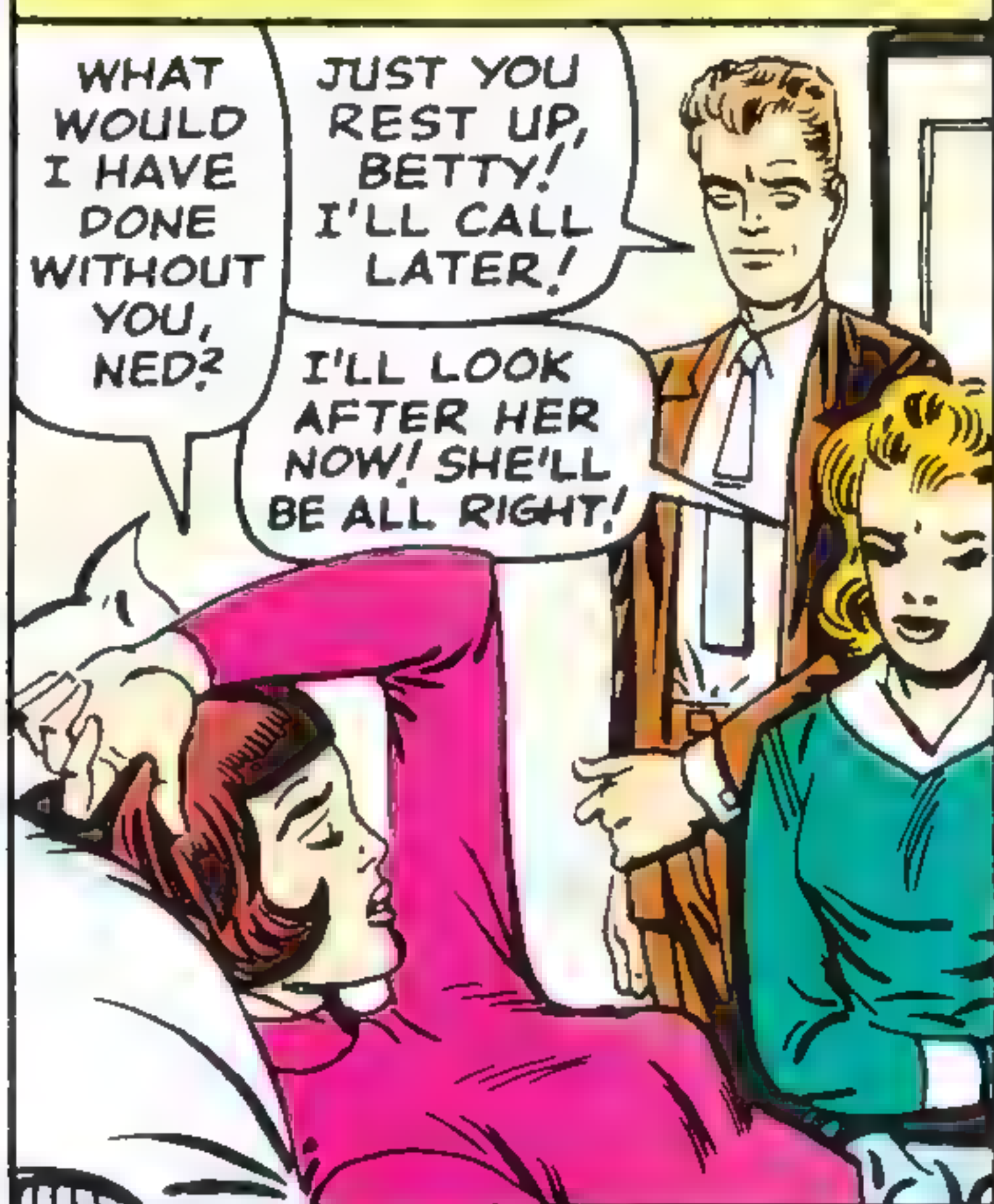
HOMERICALLY PLOTTED  
AND DRAWN BY:  
**STEVE DITKO**

HASTILY LETTERED  
AND BORDERED BY:  
**ARTIE SIMEK**

AND NOW, WE BRING YOU ONE OF  
THE MOST EAGERLY AWAITED  
MOMENTS OF ALL-- THE MOMENT  
YOU BEGIN TO READ ANOTHER  
MIGHTY MARVEL MASTERWORK...



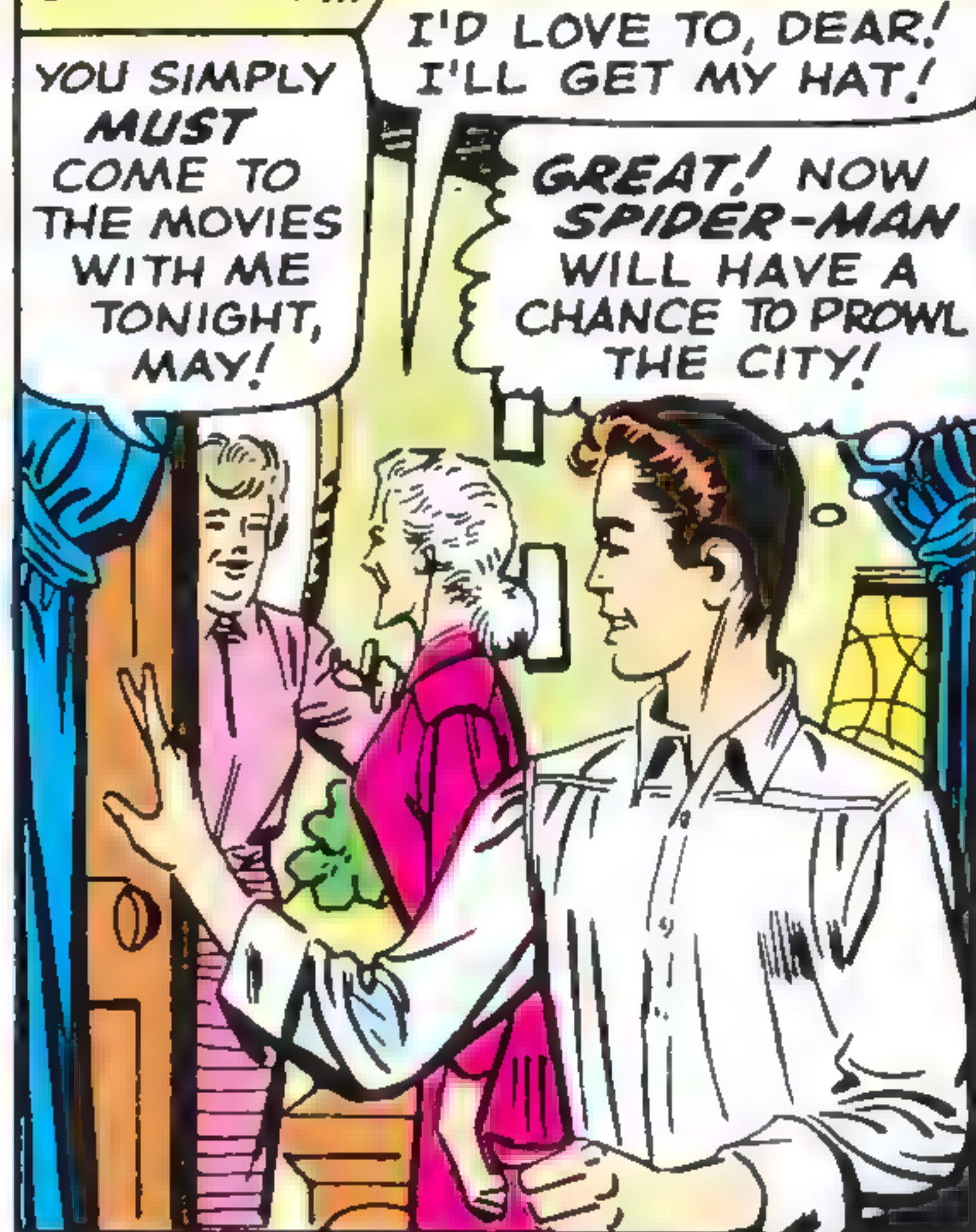
LAST ISSUE, SHAKEN BY THE THREAT OF THE SCORPION, BETTY BRANT WAS ESCORTED HOME BY SPIDEY'S RIVAL FOR HER AFFECTIONS-- NED LEEDS--



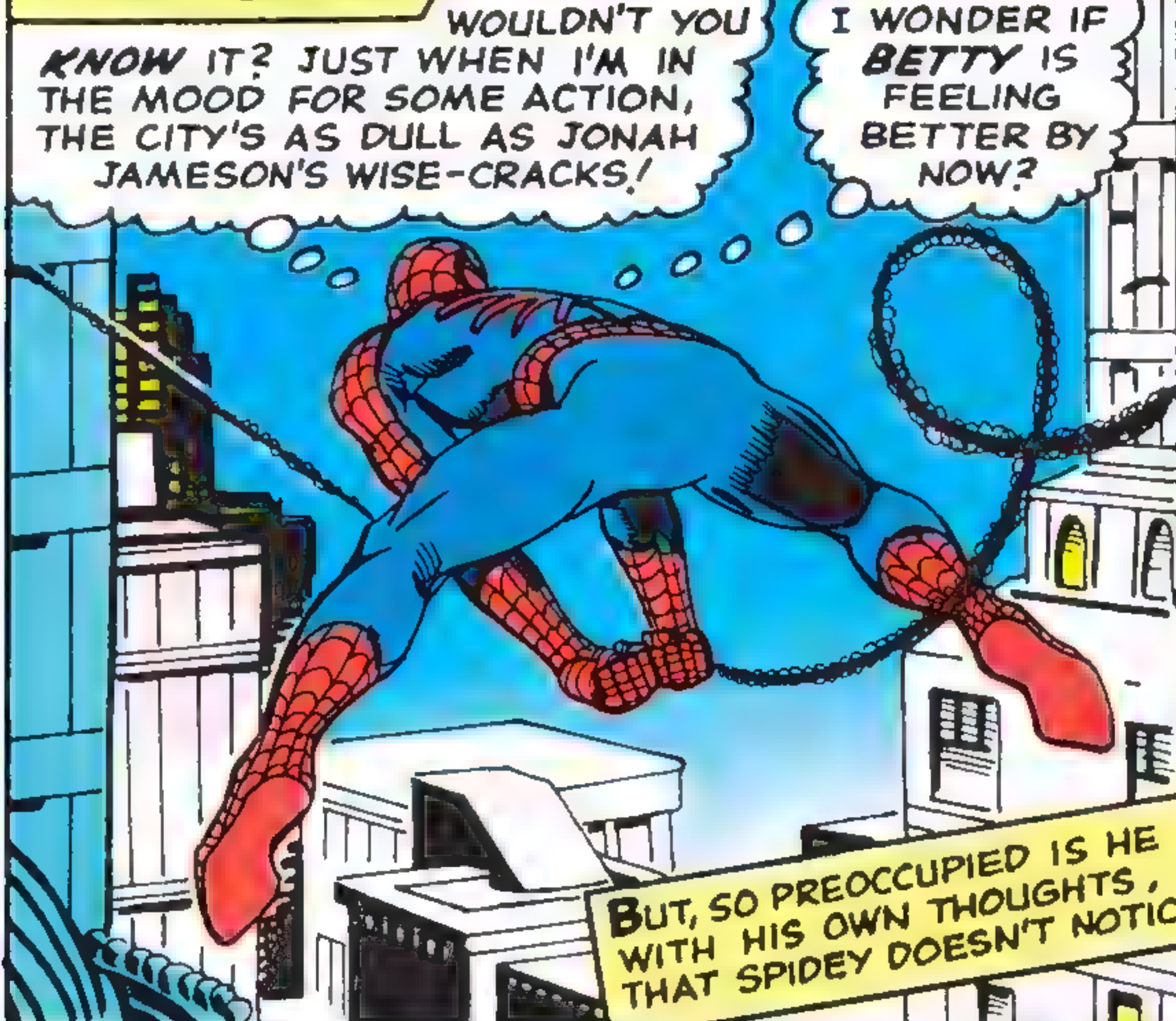
FRUSTRATED AND ANGRY BY THE SUDDEN TURN OF EVENTS, OUR HERO DID NOT REALIZE THAT HIS ELDERLY AUNT MAY WAS ATTEMPTING TO CONCEAL HER FAINTING SPELLS FROM HIM...



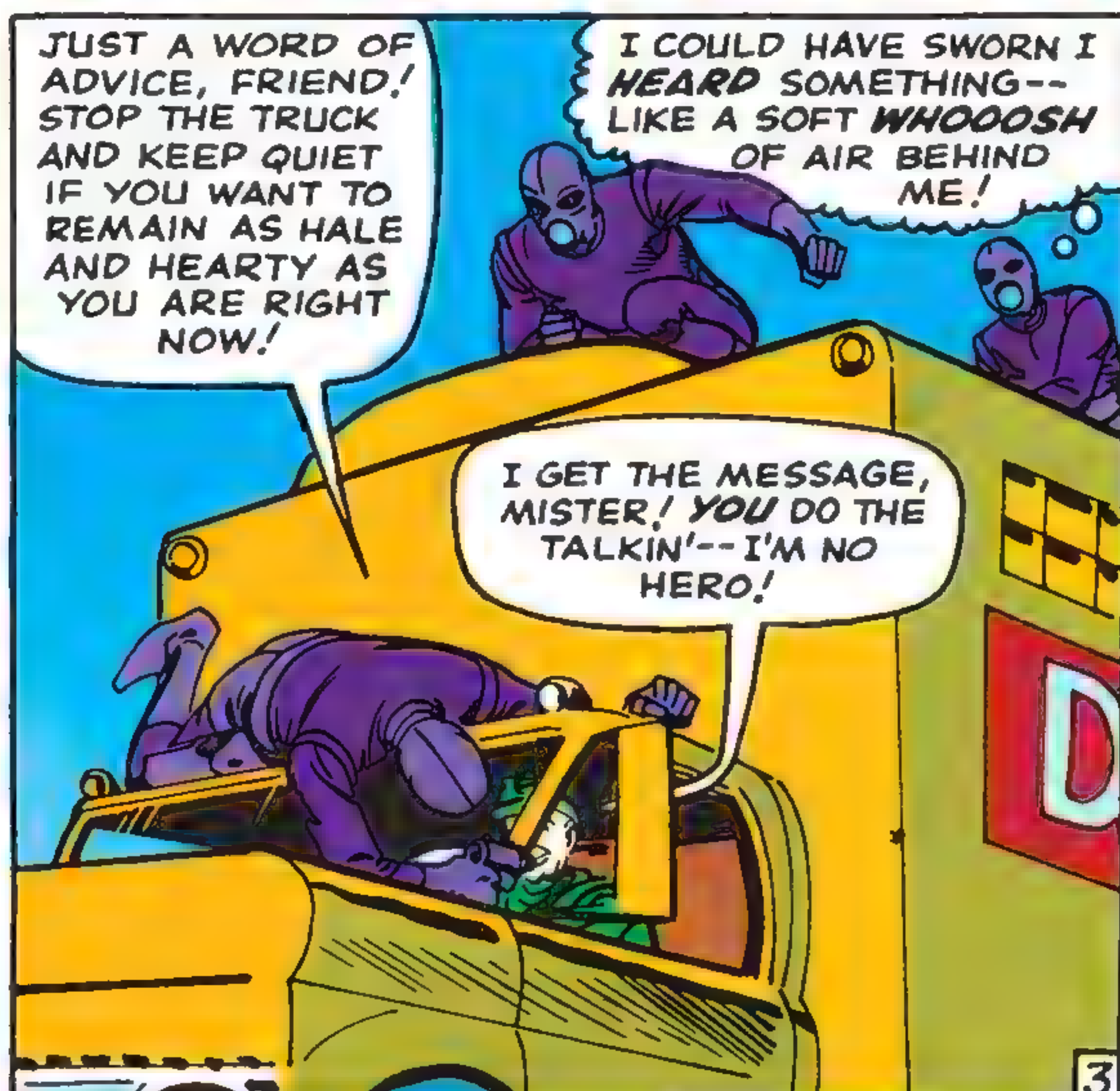
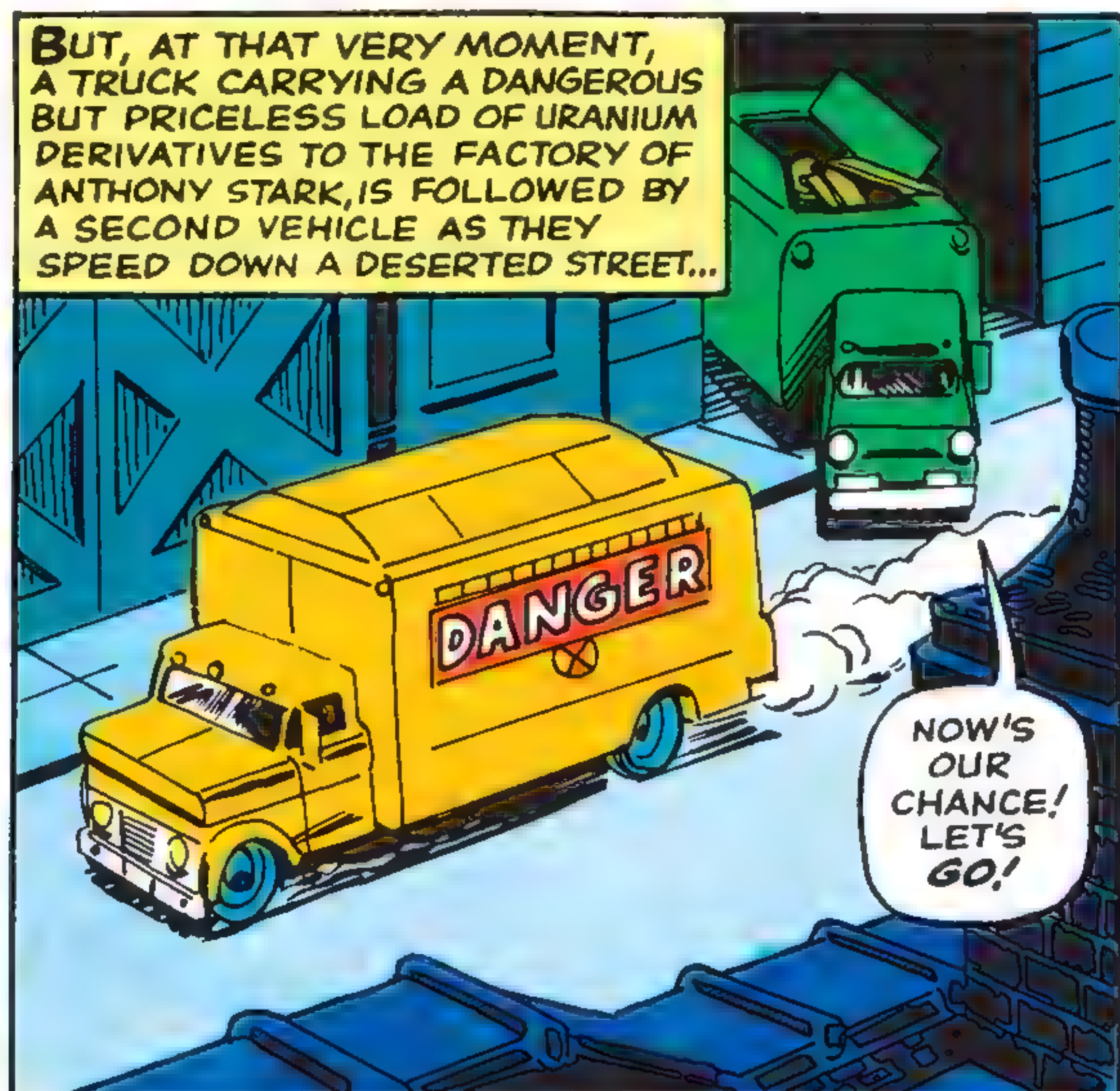
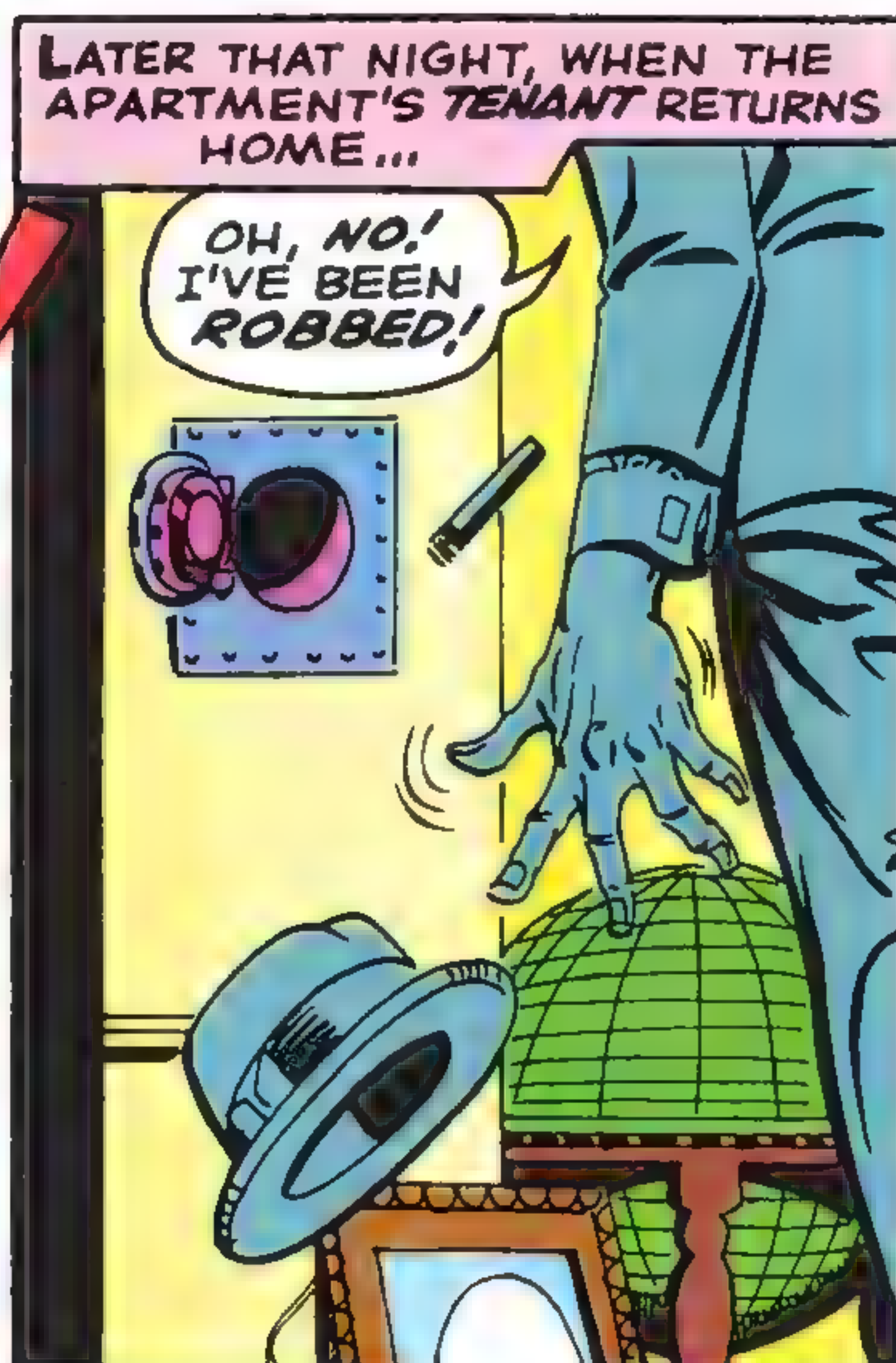
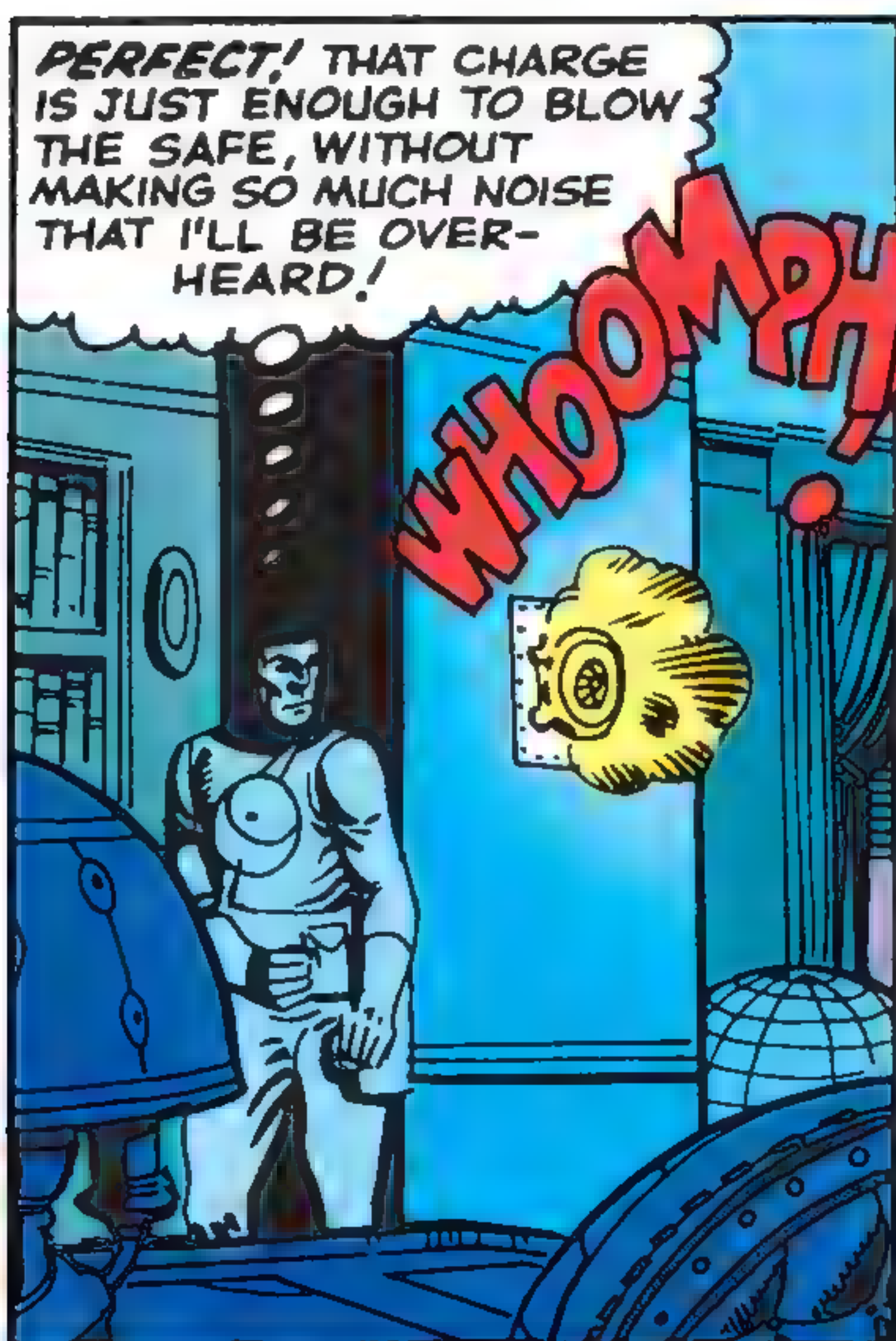
THAT NIGHT, WHEN THEIR NEIGHBOR, MRS. WATSON, DROPS BY, PETER BREATHES A SIGH OF RELIEF...



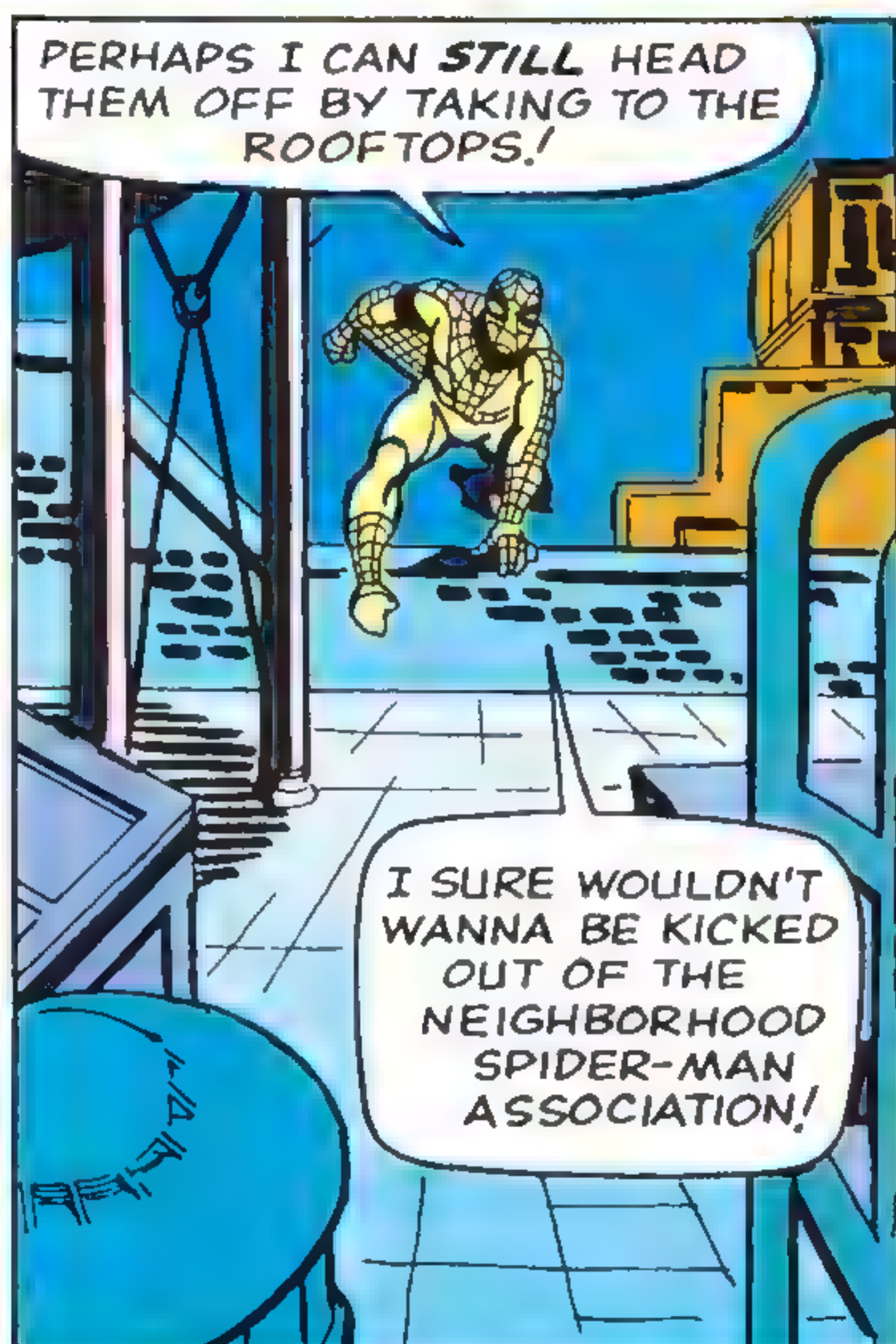
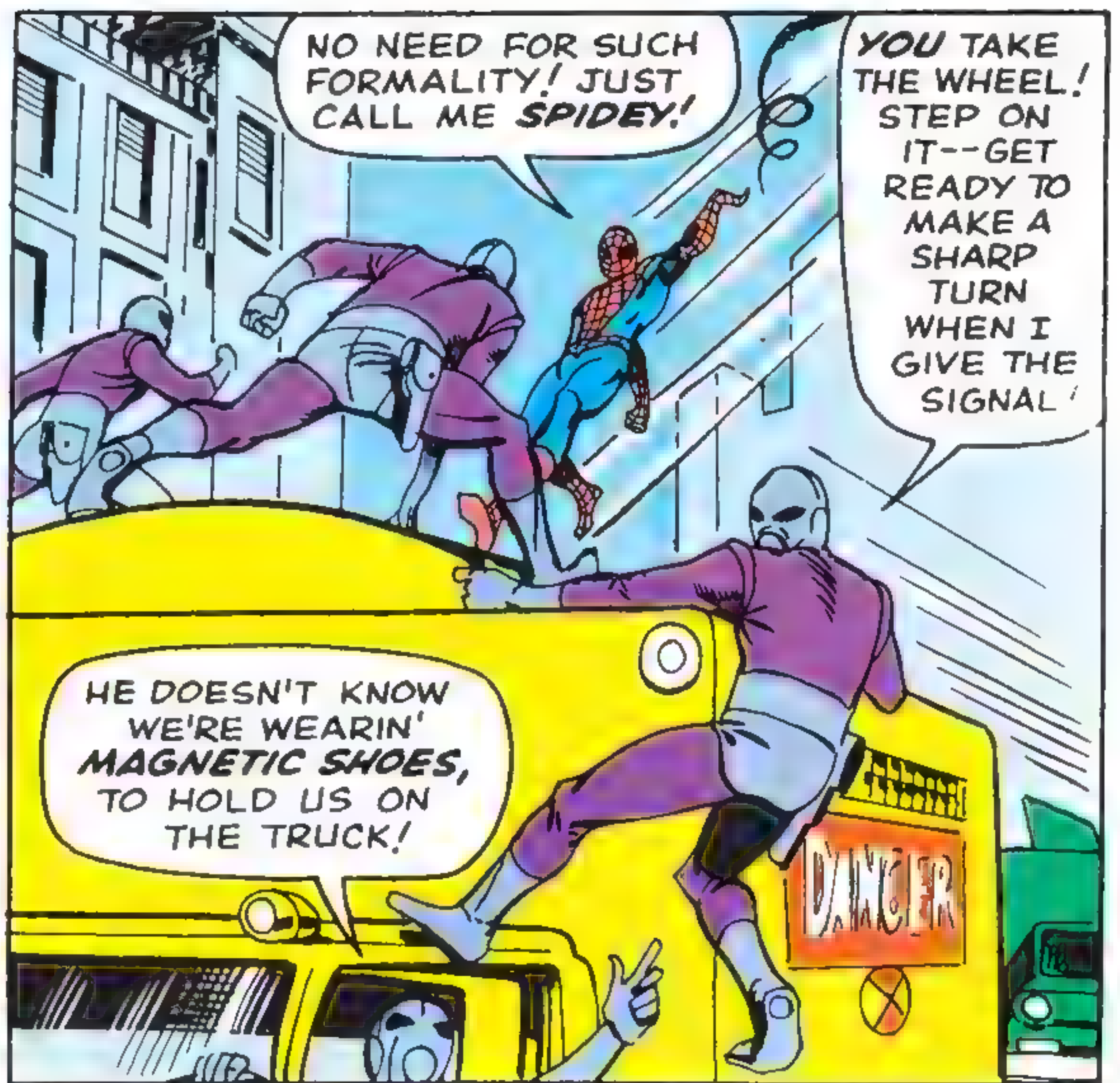
MINUTES LATER, A SWIFT, SILENT FIGURE EFFORTLESSLY SWINGS OVER THE SHADY STREETS BELOW...













-- AND J. JONAH JAMESON, THE PUBLIC-SPIRITED NEWSPAPER PUBLISHER AND PHILANTHROPIST HAS OFFERED A THOUSAND-DOLLAR REWARD FOR INFORMATION LEADING TO THE CAPTURE OF THE CAT BURGLAR...

A **THOUSAND DOLLARS--** TO BE PAID BY TIGHT-WAD JONAH! THAT'S **MUSIC** TO MY LITTLE SHELL-LIKE EARS!

JUST WAIT'LL HE LEARNS HE'LL HAVE TO PAY IT TO **SPIDER-MAN!**

IN FACT, I'LL JUST DROP IN AND NEEDLE HIM A BIT NOW!

JOLTING OL' JONAH IS FAST BECOMING MY FAVORITE INDOOR SPORT!

AHHH, I'D RECOGNIZE THAT FLAT LITTLE HEAD OF HIS ANYWHERE!

HI, CHUCKLES! I JUST DROPPED BY TO TELL YOU TO KEEP YOUR CHECK BOOK HANDY! I'M GONNA BRING YOU THAT CAT CHARACTER BEFORE YOU CAN SAY "ALL THE WAY WITH JJJ!"

**SPIDER-MAN!**

NOW **THERE'S** A SNAPPY COMEBACK!

WELL, I DON'T WANT TO HANG AROUND TOO LONG-- YOU'RE SO CHARMING THAT I MAY GROW TO **LIKE** YOU-- IN WHICH CASE I'D HAVE TO KILL MYSELF!

SO KEEP SMILING, BUDDY BOY!

**STAY AWAY FROM THE CAT BURGLAR, DO YOU HEAR? KEEP OUT OF THIS! THE REWARD ISN'T FOR YOU--!**

YOU'RE SO **MASTERFUL** WHEN YOU'RE ANGRY!

IT'LL BE JUST MY LUCK THAT HE **DOES** CAPTURE THE CAT! I CAN SEE IT NOW-- HE'LL SWAGGER DOWN THE STREET WITH THE CROWDS CHEERING--!

SPIDER HERO

I'LL HAVE TO PAY HIM THE REWARD-- IN FRONT OF THE TV CAMERAS-- RIGHT OUT IN PUBLIC! HE'LL BE GLOATING BENEATH THAT UGLY MASK OF HIS!

1,000 SPIDERMAN

AND, TO MAKE IT **WORSE**, I'LL BE A LAUGHING STOCK BECAUSE OF THE WAY I'VE ALWAYS ATTACKED HIM IN MY NEWSPAPERS! **OH--** I'D RATHER GIVE THE REWARD TO THE CAT!

5





THERE'S ONLY **ONE** THING TO DO!

FIND **FOSWELL**! GET HIM TO THE PHONE! I WANT TO **TALK** TO HIM! AND **HURRY**!



THIRTY SECONDS LATER...

FOSWELL, DROP EVERYTHING! USE ALL YOUR UNDERWORLD CONTACTS! YOU'VE GOT TO FIND THE CAT BURGLAR BEFORE **SPIDER-MAN** DOES!

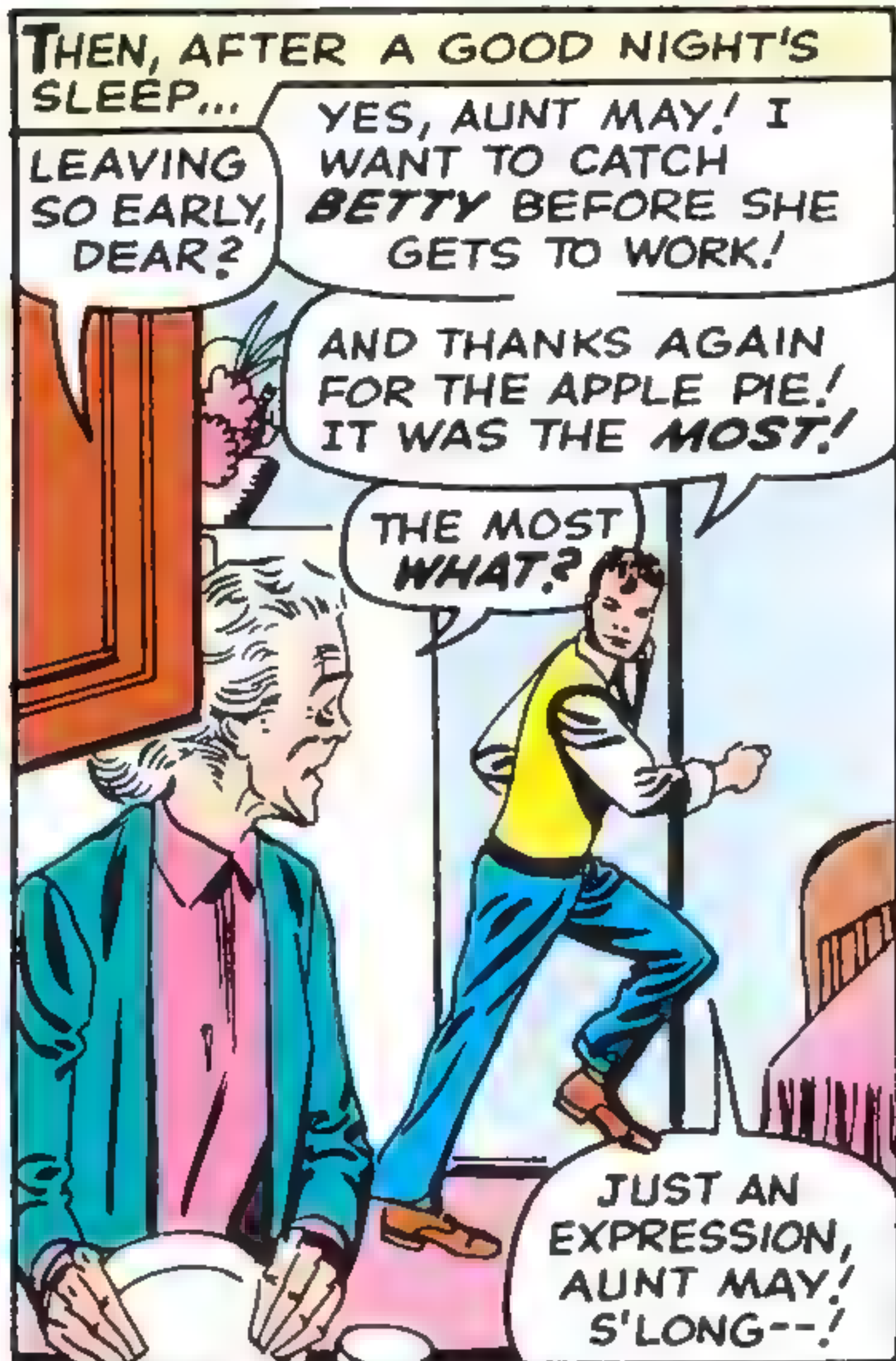
I'LL DO MY BEST CHIEF! WITH THE AID OF MY STOOL-PIGEON **PATCH** DISGUISE!



WHILE, SWINGING BLITHELY OVERHEAD, WE FIND...

THE TRAIL'S PRETTY COLD NOW! I'LL START SEARCHING FOR THE CAT AGAIN TOMORROW!

THIS IS AUNT MAY'S **APPLE PIE** NIGHT! I DON'T WANNA MISS IT!



THEN, AFTER A GOOD NIGHT'S SLEEP...

LEAVING SO EARLY, DEAR?

YES, AUNT MAY! I WANT TO CATCH **BETTY** BEFORE SHE GETS TO WORK!

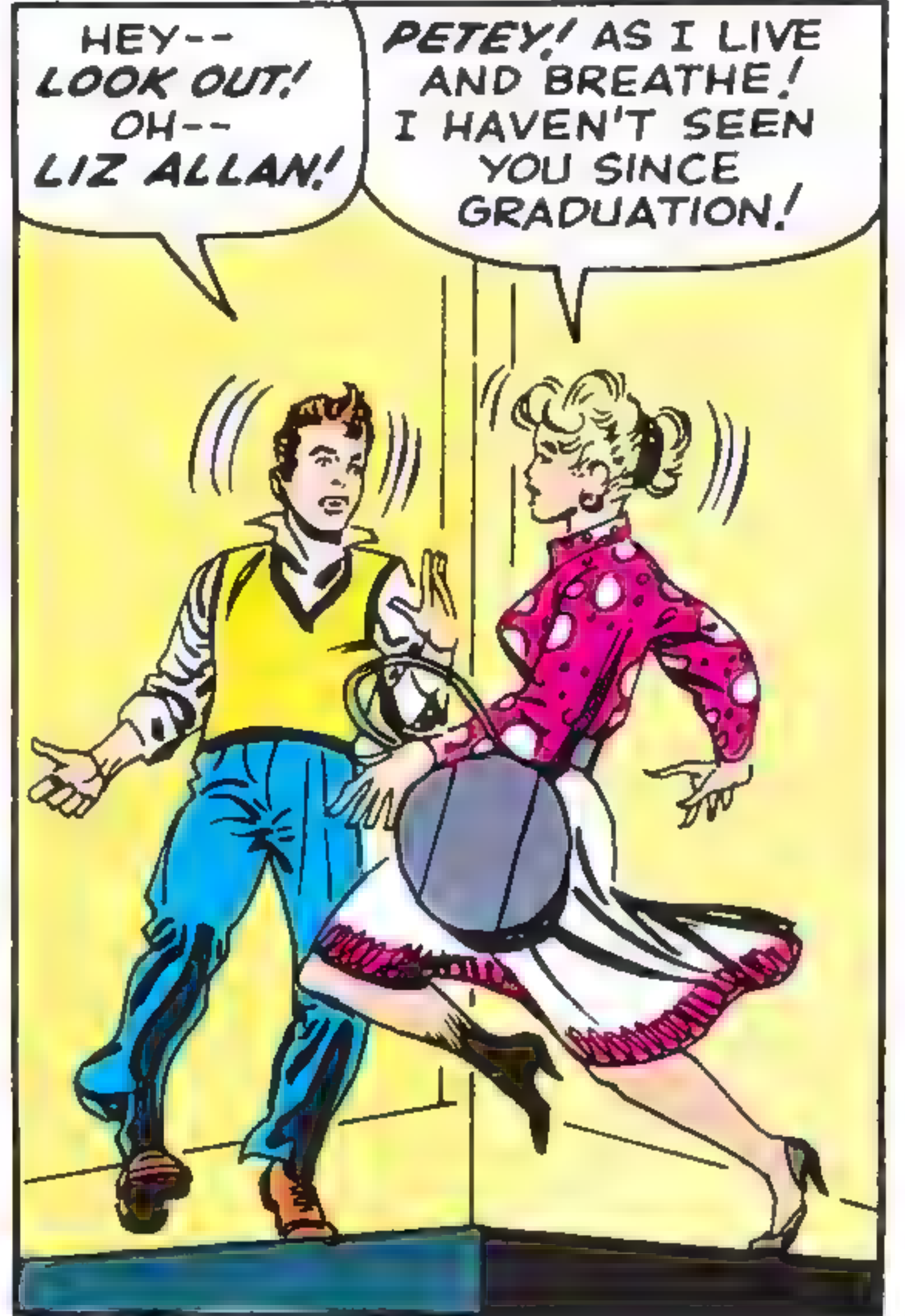
AND THANKS AGAIN FOR THE **APPLE PIE**! IT WAS THE **MOST**!

THE **MOST** WHAT?

JUST AN EXPRESSION, AUNT MAY! S'LONG--!



I WANT TO TALK TO **BETTY** ALONE --BEFORE SHE REACHES THE OFFICE, SO WE WON'T BE INTERRUPTED BY **JAMESON**, OR THAT CHARM BOY, **NED LEEDS**!



HEY-- LOOK OUT! OH-- **LIZ ALLAN**!

**PETEY**! AS I LIVE AND BREATHE! I HAVEN'T SEEN YOU SINCE GRADUATION!



GEE, **LIZ**-- YOU'RE LOOKING **GREAT**! WHAT'S NEW? WHAT HAVE YOU BEEN DOING WITH YOURSELF?

OH, I'VE TAKEN A **JOB**! I'M A WORKING GIRL NOW! BUT, WHY BORE YOU WITH THE DETAILS! YOU DON'T HAVE TO PRETEND TO BE INTERESTED!



GEE, **LIZ**, I'M NOT PRETENDING--!

WELL, NEVER MIND ABOUT THAT! WOULD YOU DO ME A **FAVOR**, **PETEY**--FOR OLD TIME'S SAKE?

SURE I WILL!

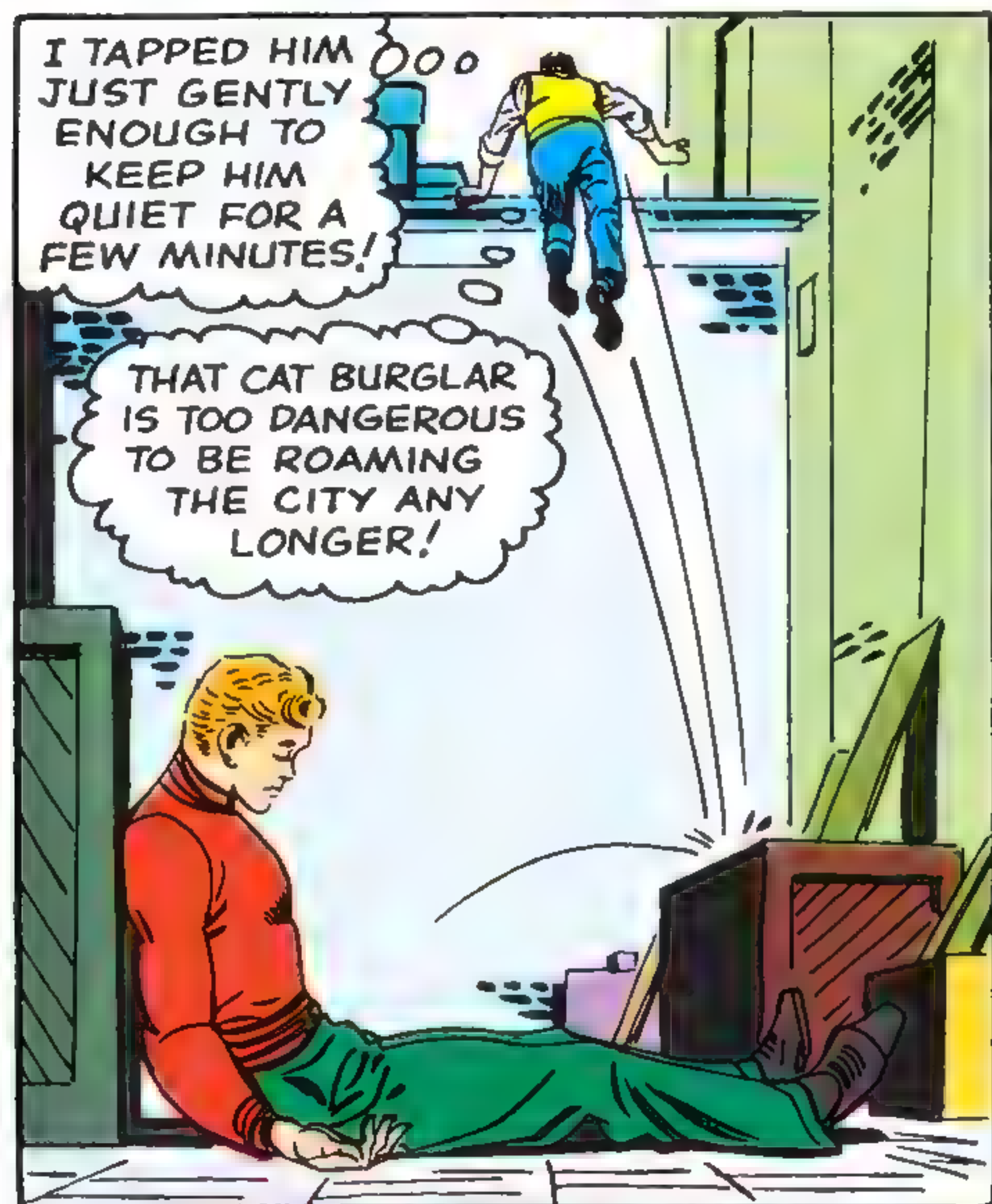
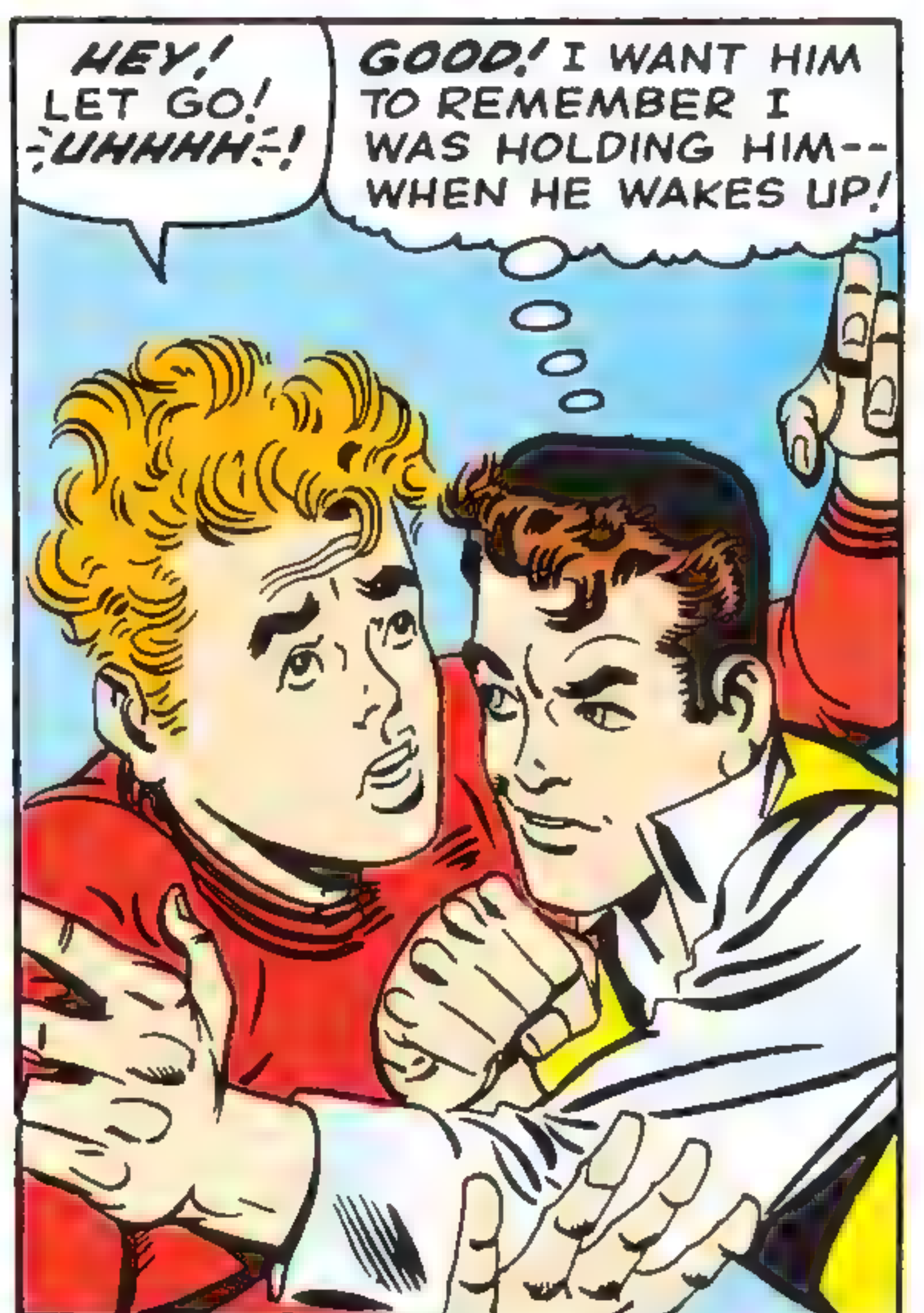
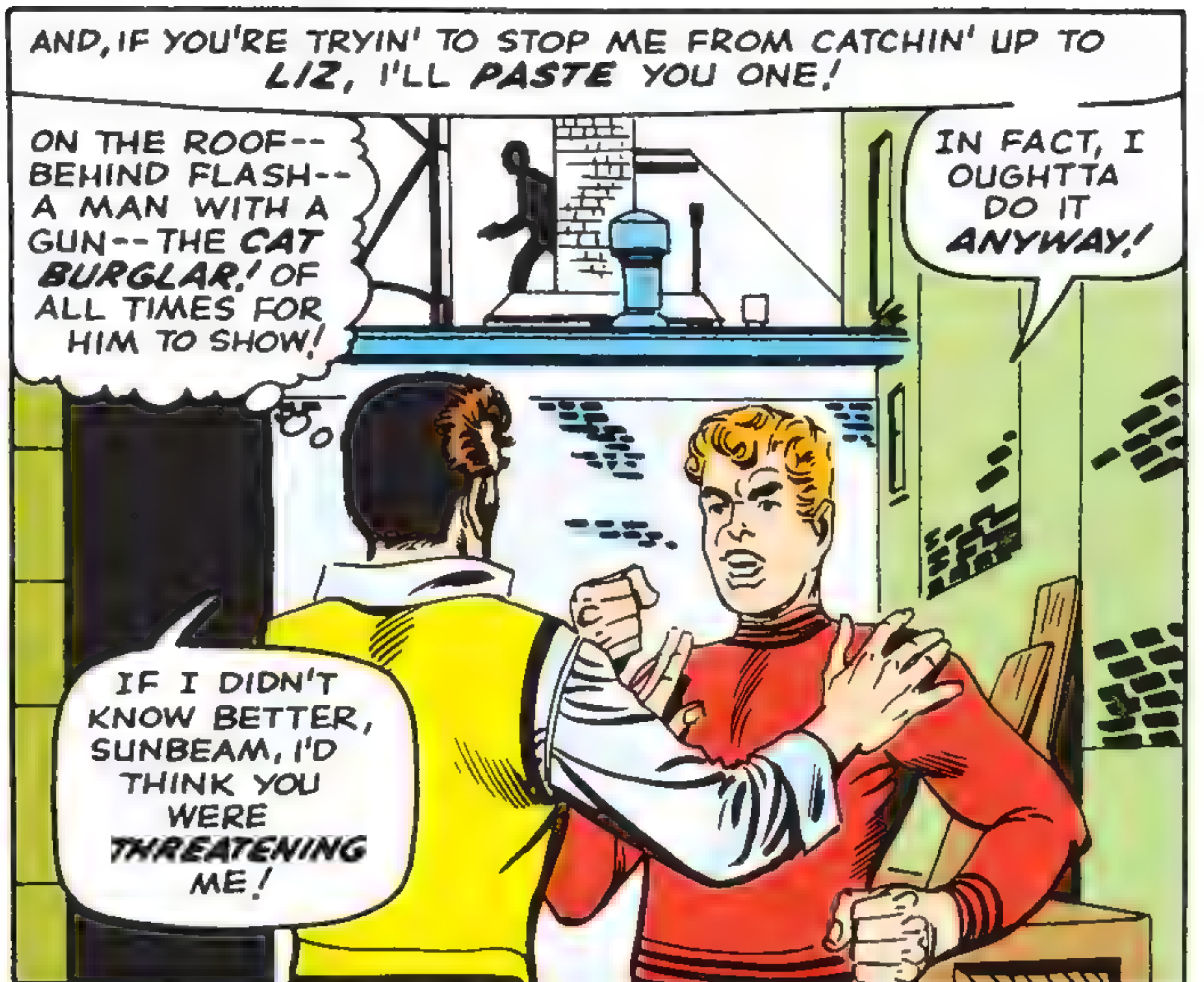
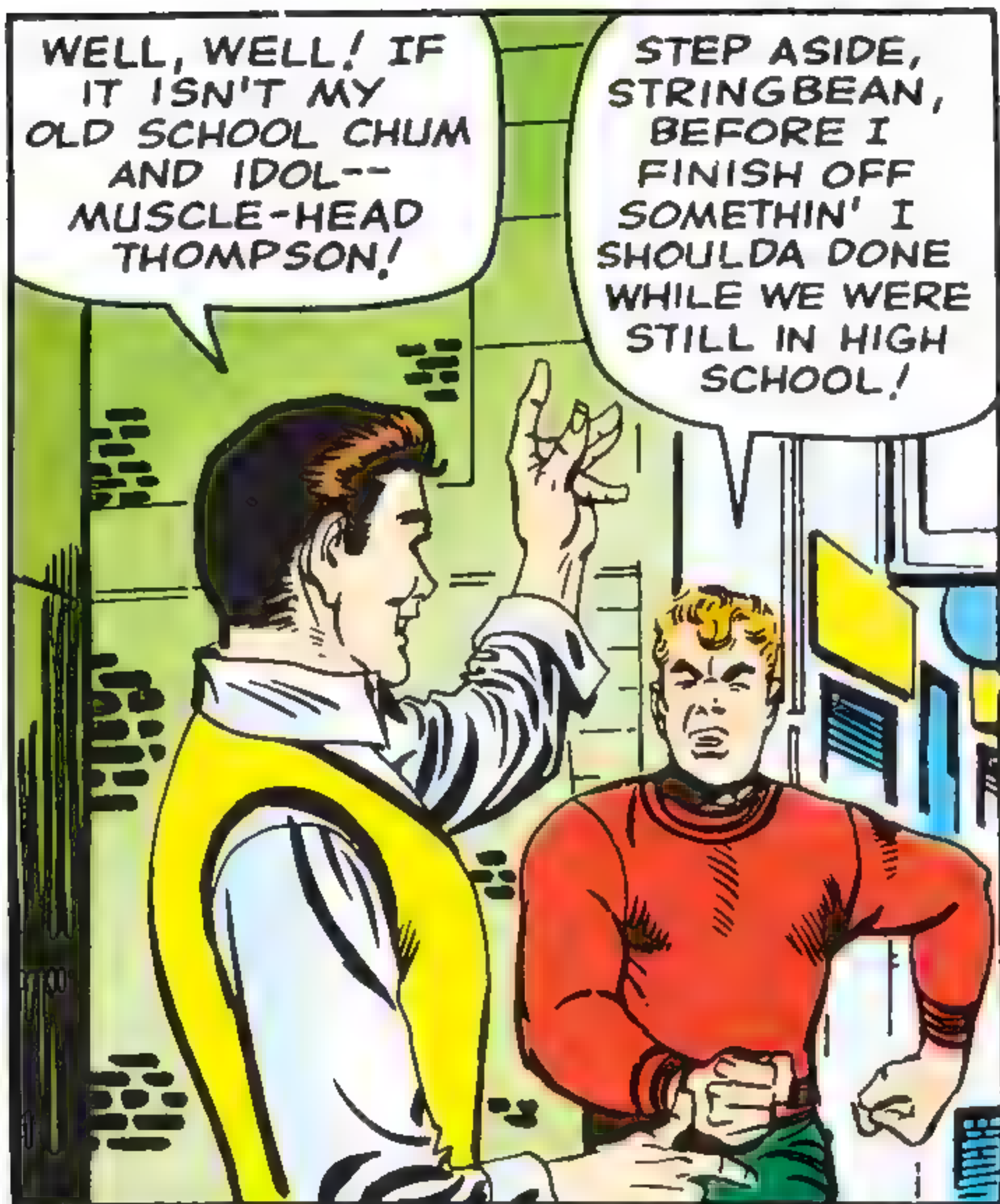


**FLASH THOMPSON** IS FOLLOWING ME, TO SEE WHERE I WORK! IF HE FINDS OUT, I'LL JUST NEVER GET RID OF HIM! WOULD YOU STALL HIM FOR A WHILE!

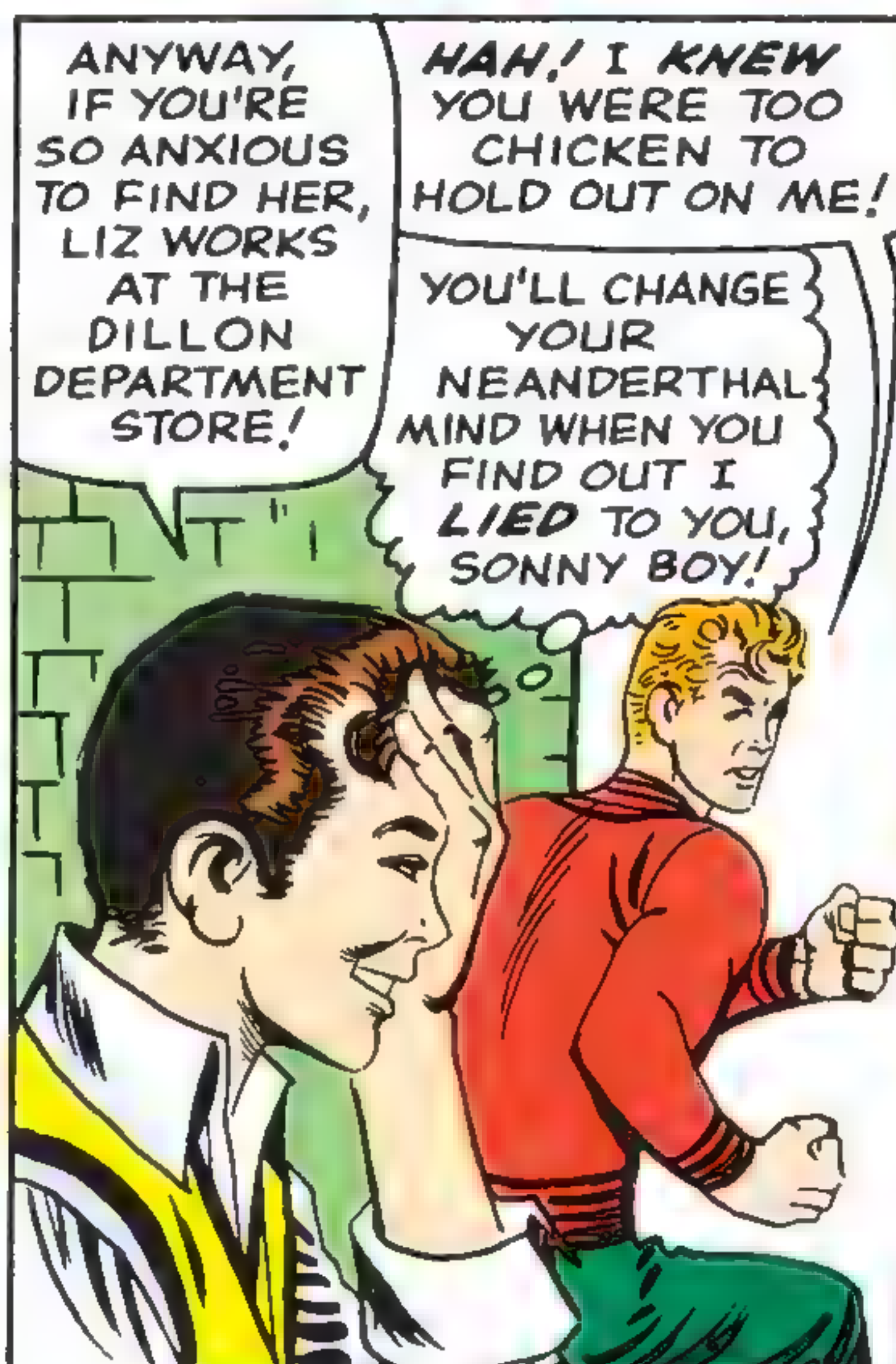
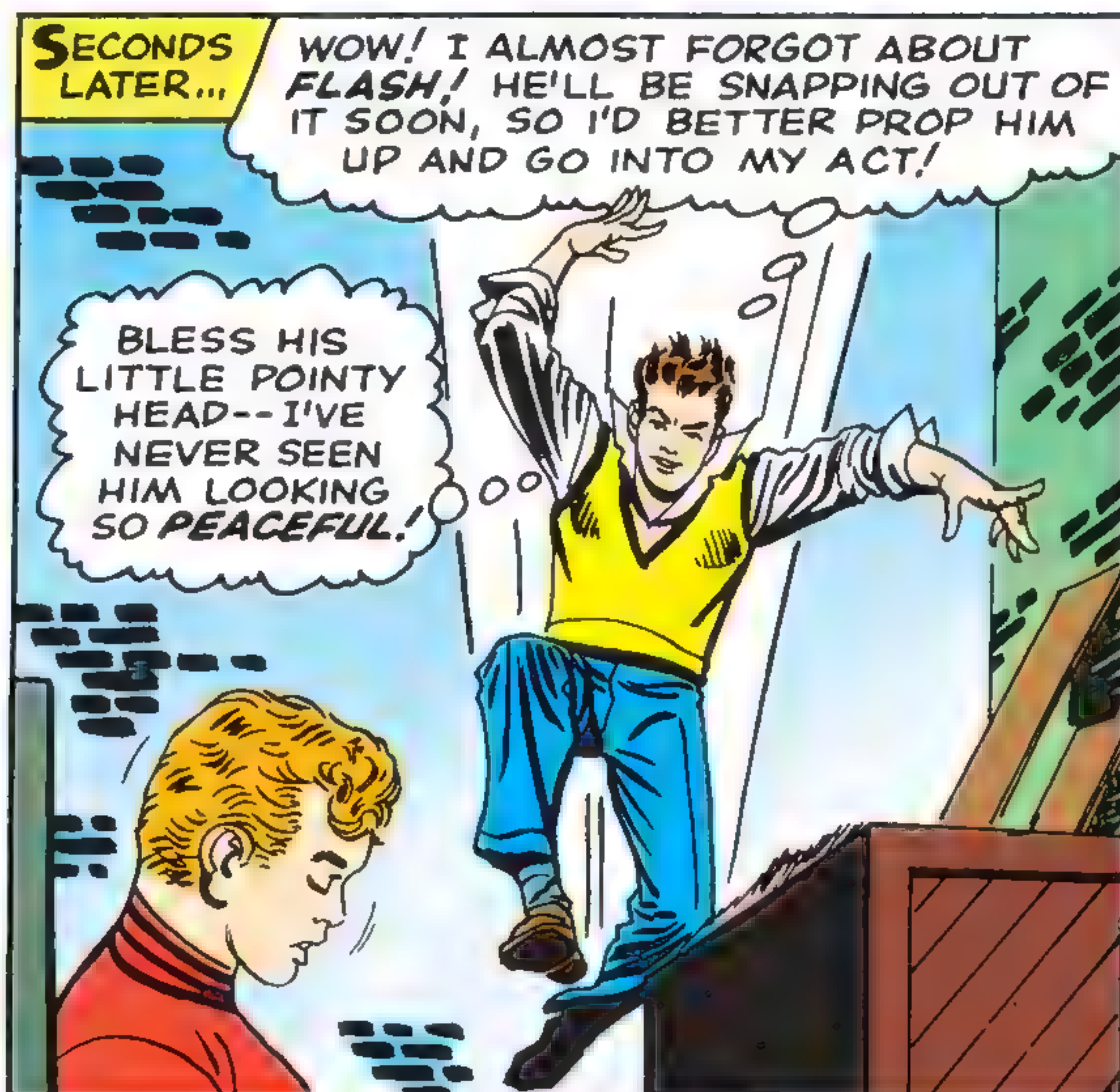
WHAT'S SHE DOIN' WITH **PARKER**?

IT'LL BE A PLEASURE!

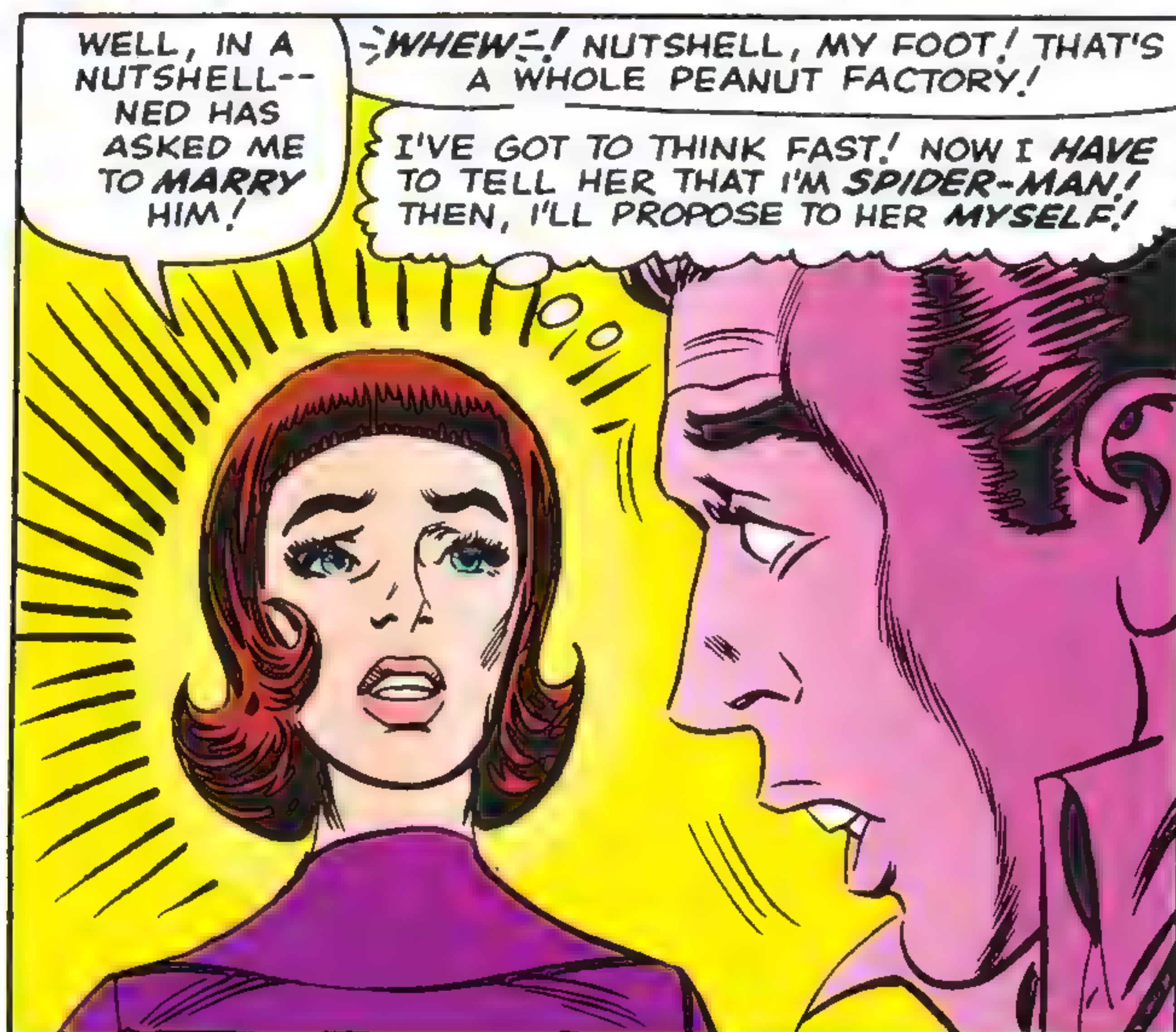
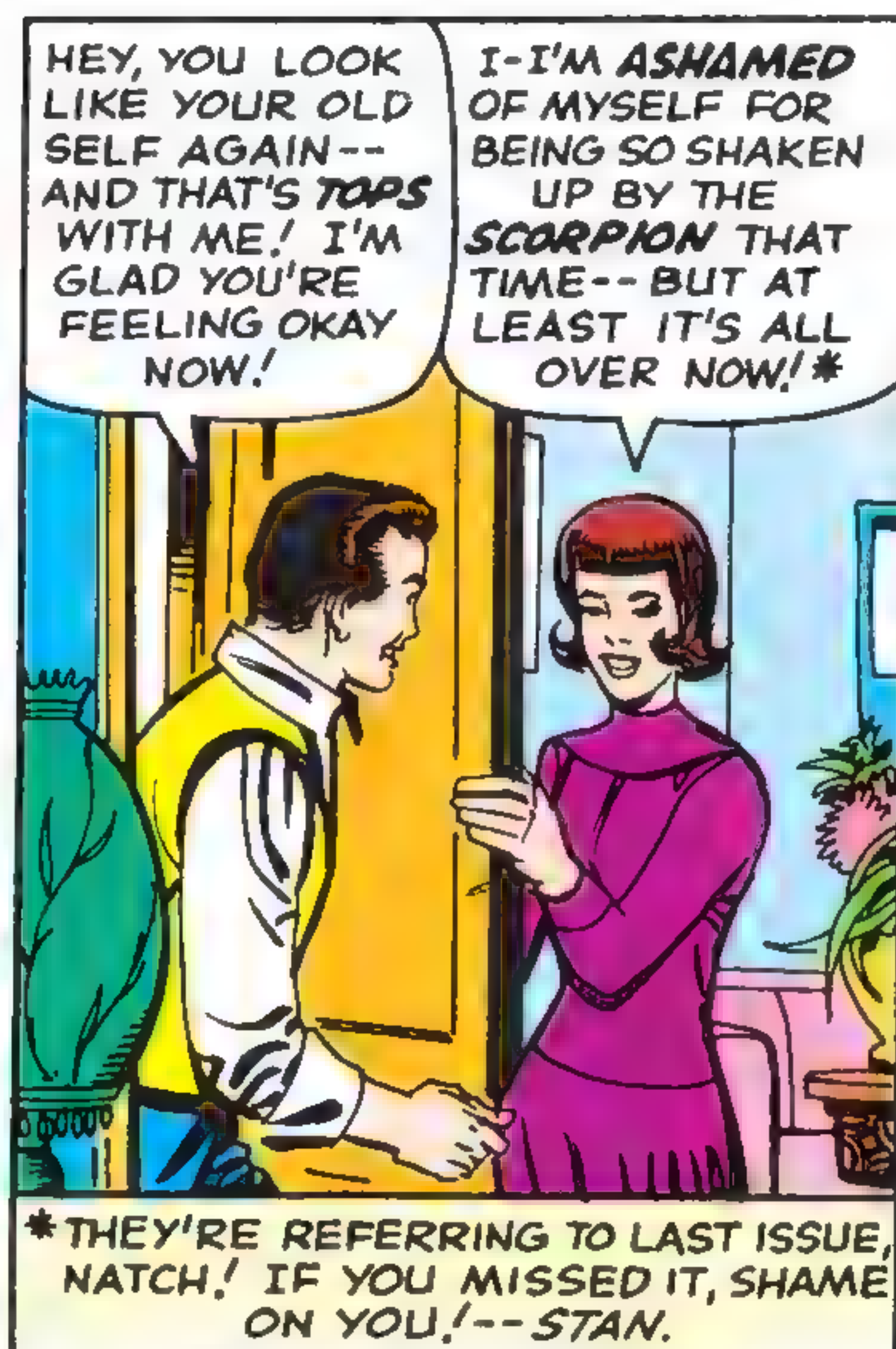














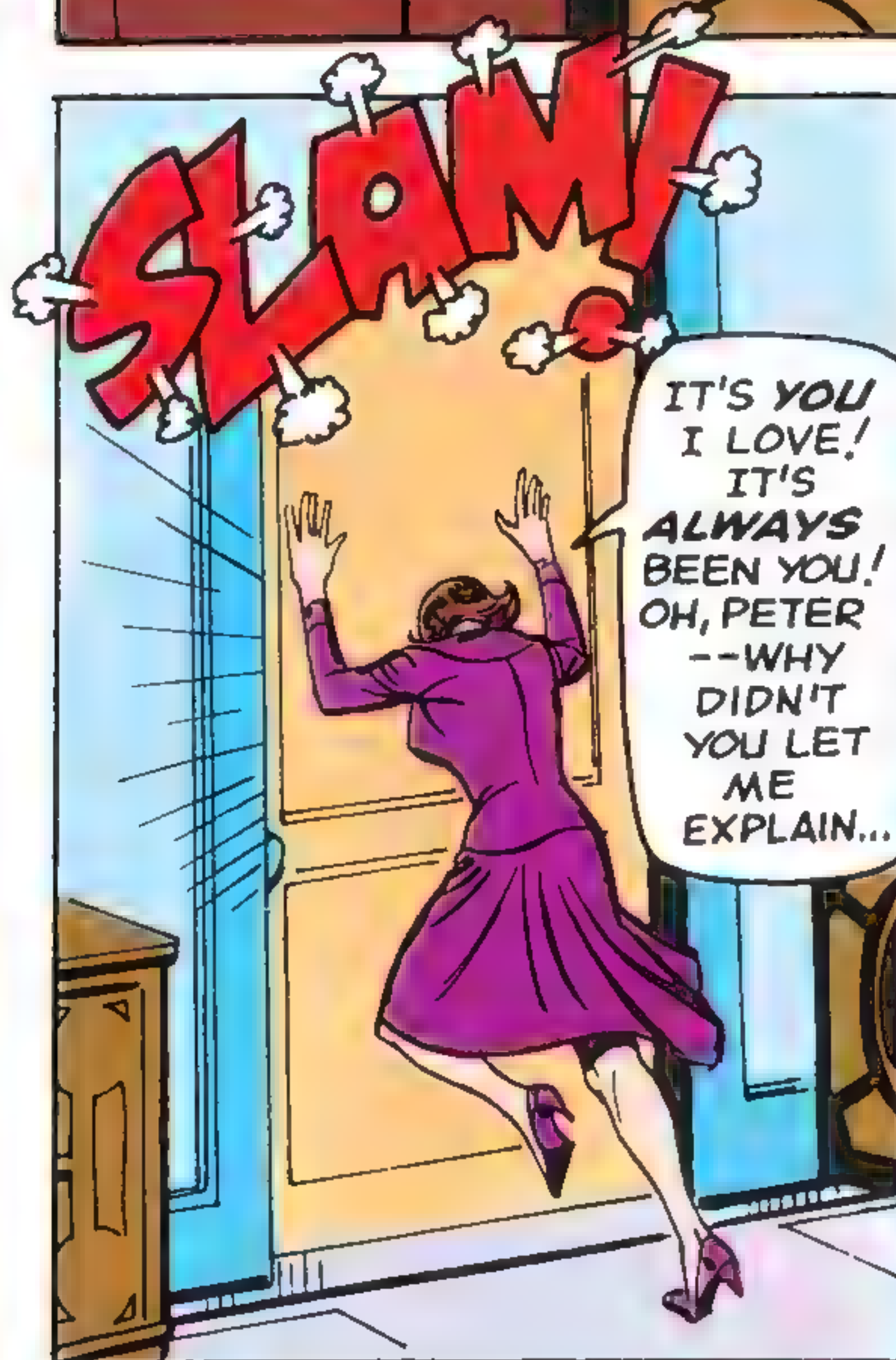


YOU DIDN'T SAY ANYTHING WRONG --NOT A THING!

GO AHEAD AND MARRY HIM! YOU PROBABLY *DESERVE* EACH OTHER! WHAT DIFFERENCE DOES IT MAKE TO ME?!!

I GET THE PICTURE! NED LEEDS IS THE GUY FOR YOU-- I GUESS IT WAS ALWAYS HIM! HE'S JUST WHAT YOU WANT --A PLAIN, HARD-WORKING, AVERAGE JOE! WELL, GOODY FOR BOTH OF YOU!

PETER! WHAT ARE YOU SAYING?? WAIT-- I DIDN'T MEAN TO-- PETER! DON'T GO--PLEASE!



IT'S YOU I LOVE! IT'S ALWAYS BEEN YOU! OH, PETER --WHY DIDN'T YOU LET ME EXPLAIN...



WHY WOULDN'T HE LISTEN?? WHAT IS IT THAT ALWAYS STANDS BETWEEN US? THE ONE SECRET HE KEEPS LOCKED WITHIN HIM--THE SECRET HE NEVER SHARES, OR TALKS ABOUT--!



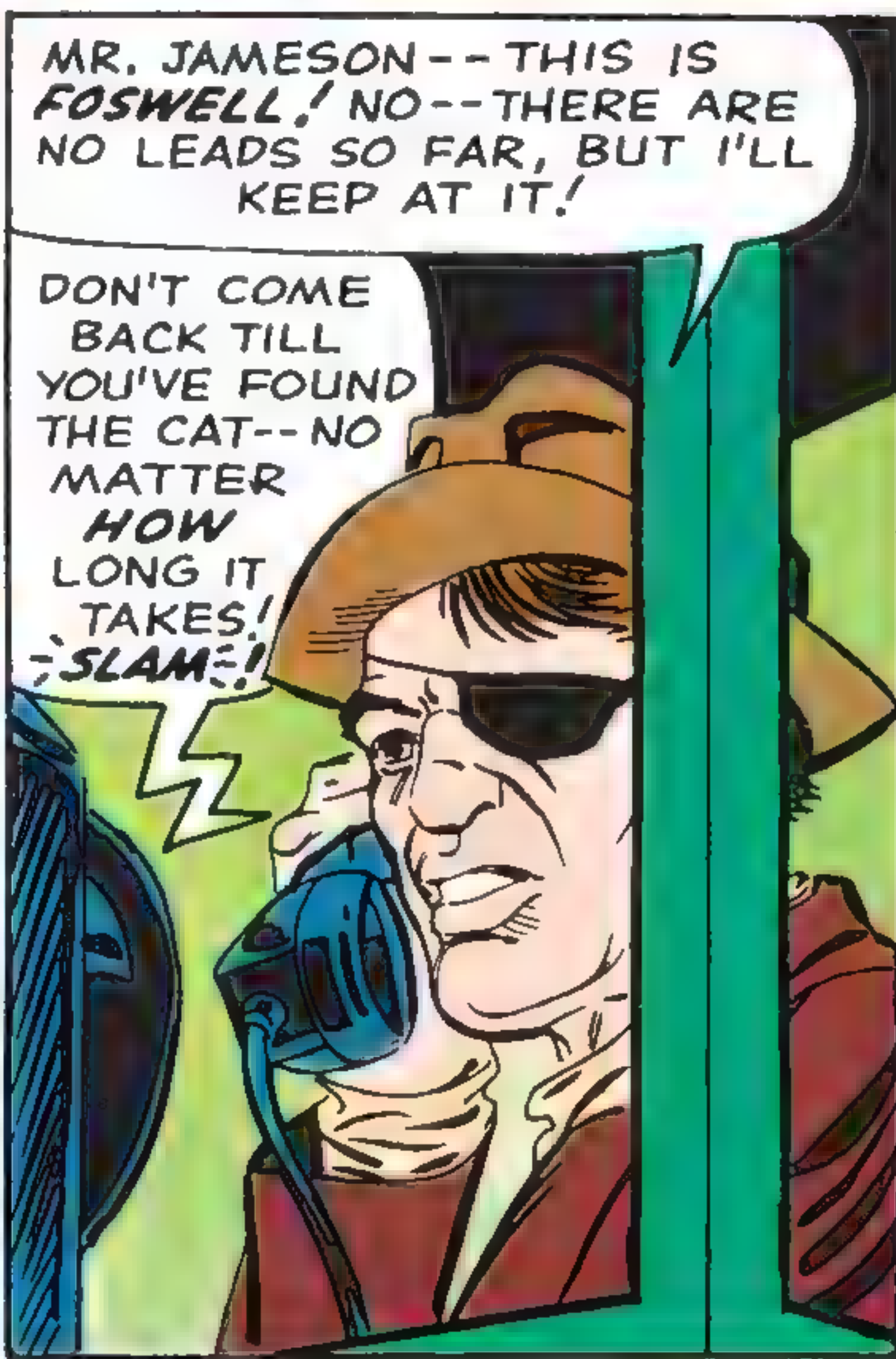
AND, OUTSIDE THE HOUSE, A YOUTHFUL FIGURE STANDS-- OBLIVIOUS TO EVERYTHING SAVE THE ACHE IN HIS HEART...!

THAT TEARS IT FOR GOOD! IT'S OVER! I'VE LOST HER!



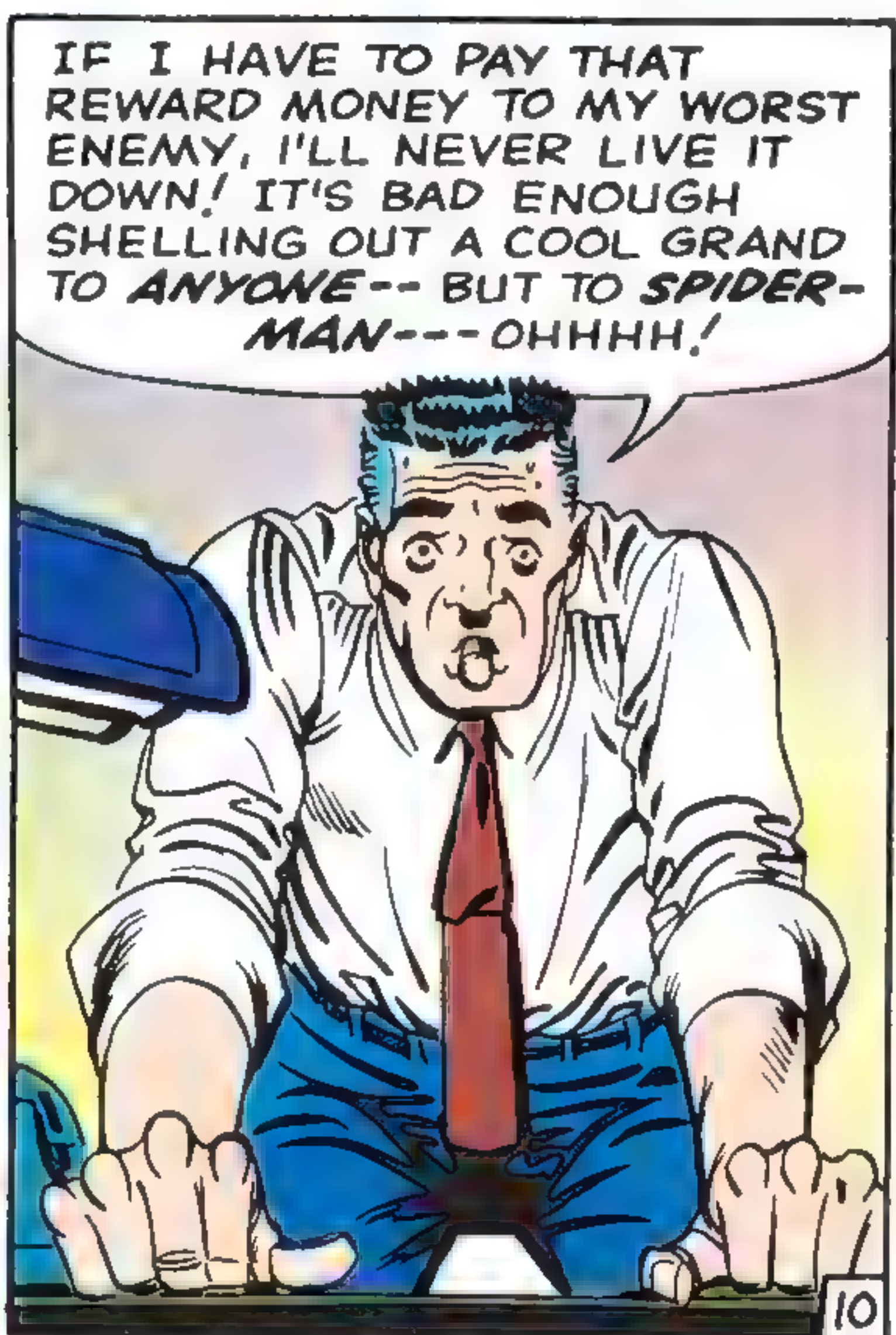
WHILE, IN THE OFFICE OF JONAH JAMESON...

EVERY TIME THAT BLASTED PHONE RINGS, I'M AFRAID IT'S THE NEWS THAT SPIDER-MAN HAS CAPTURED THE CAT!



MR. JAMESON-- THIS IS FOSWELL! NO--THERE ARE NO LEADS SO FAR, BUT I'LL KEEP AT IT!

DON'T COME BACK TILL YOU'VE FOUND THE CAT--NO MATTER HOW LONG IT TAKES! SLAM!



IF I HAVE TO PAY THAT REWARD MONEY TO MY WORST ENEMY, I'LL NEVER LIVE IT DOWN! IT'S BAD ENOUGH SHELLING OUT A COOL GRAND TO ANYONE-- BUT TO SPIDER-MAN--- OHHHH!



AND SO, THE VARIOUS CHARACTERS IN OUR DRAMATIC LITTLE WEB OF LIFE EACH GO THRU THEIR PACES UNDER THE GUIDANCE OF AN INSCRUTABLE FATE...

IF I HANG AROUND PLACES LIKE THIS LONG ENOUGH, I'LL GET A LEAD ON THE CAT SOONER OR LATER...!



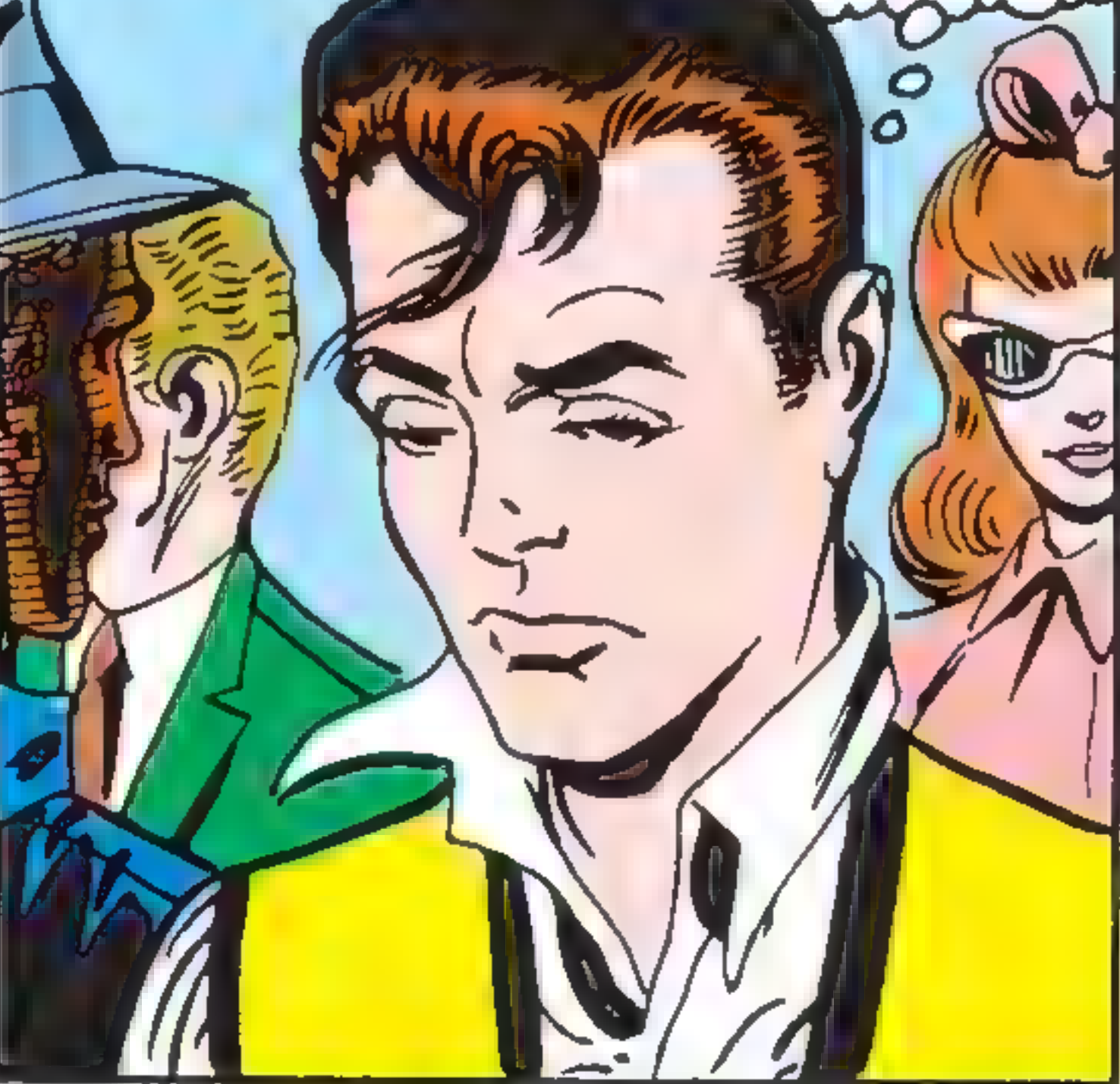
WHILE, FOR A SADDENED PETER PARKER, THE SEARCH FOR THE CAT HAS BECOME ALMOST FORGOTTEN...

THERE'S NO WAY OUT! SHE'D NEVER HAVE ME AS I AM--AND I JUST CAN'T GIVE UP BEING SPIDER-MAN!



SO, SHE'LL END UP MARRYING LEEDS--AND LIVING THE QUIET, UNEVENTFUL LIFE SHE DREAMS OF! THERE'S ONLY ONE THING I'VE GOT TO FIGURE OUT--

--HOW DO I FORGETABOUT-- THE GIRL I LOVE??



**CRACK!**

A SHOT! THAT MEANS TROUBLE!

IT'S JUST WHAT I NEED! ACTION--WORK FOR SPIDER-MAN!



BANK ROBBERS! THIS IS ALMOST TOO GOOD TO BE TRUE!



KEEP RUNNIN'! WE'RE GETTIN' AWAY CLEAN AS A WHISTLE!



CORRECTION, FELLAS! DID YOU EVER HEAR OF A DIRTY WHISTLE??!

WHO SAID THAT?

BEHIND US--! LOOK OUT! IT'S SPIDER-MAN!



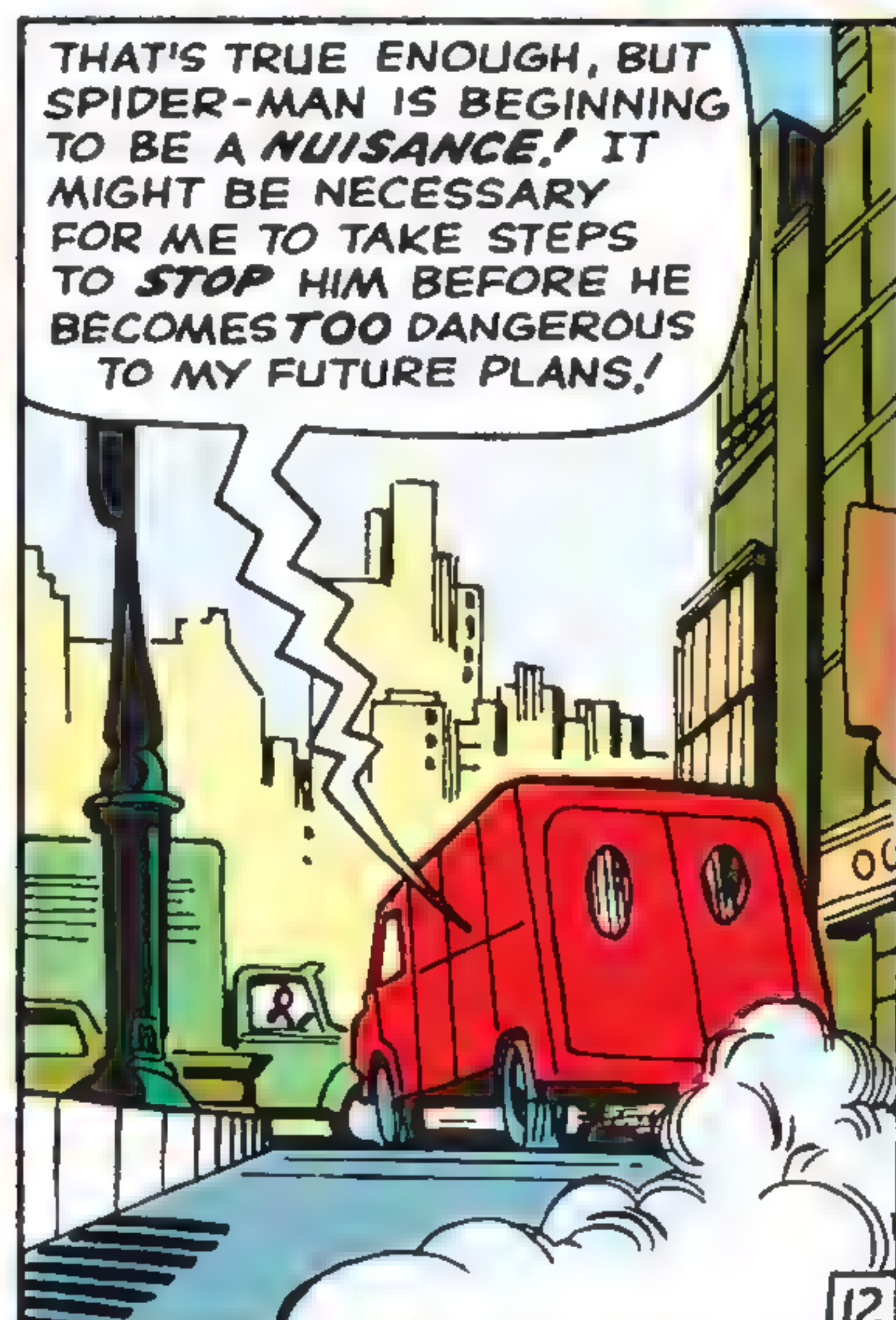
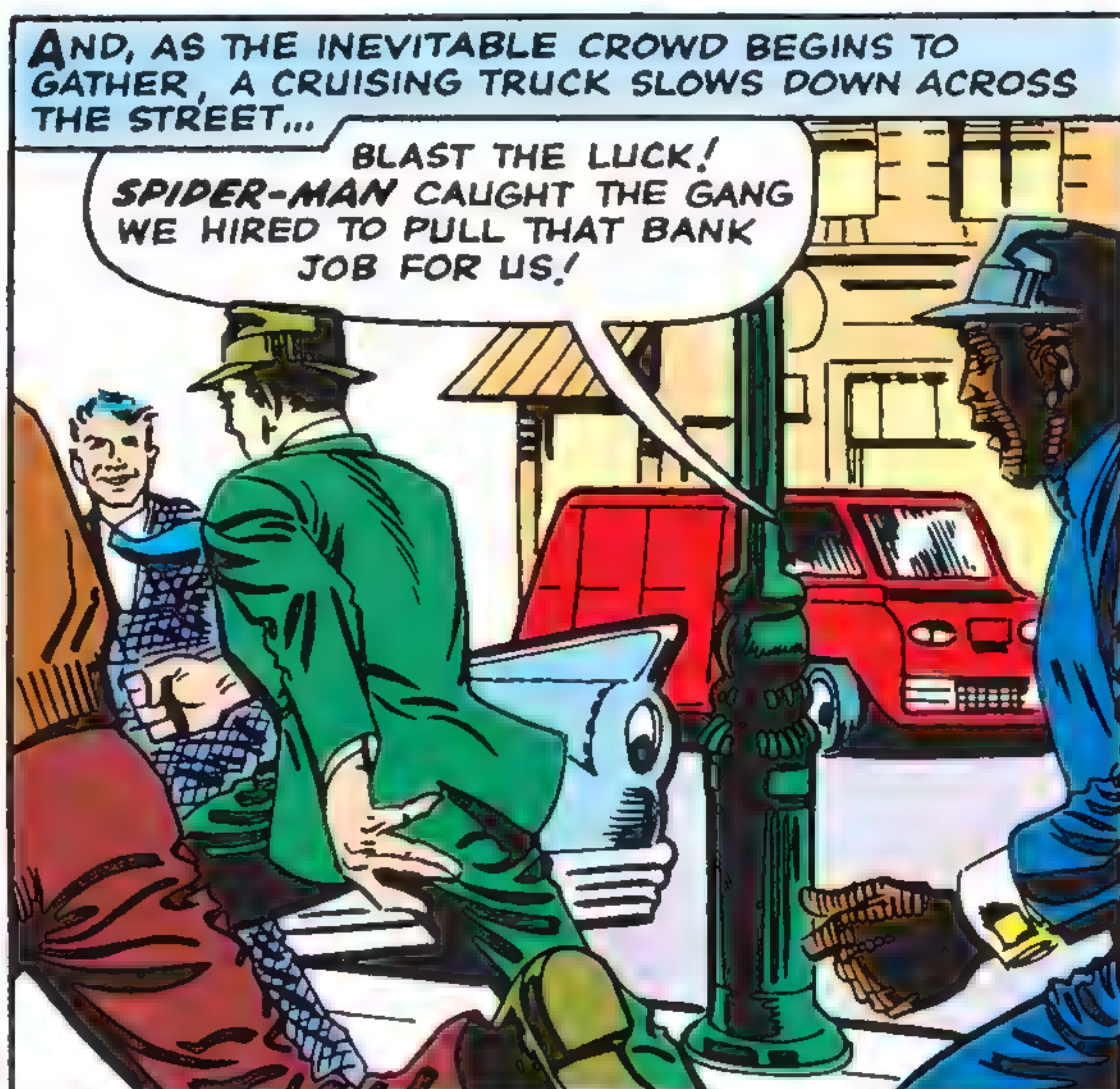
BEHIND US?? WHERE? I DON'T SEE ANYTHIN'!!

NEITHER DO I!

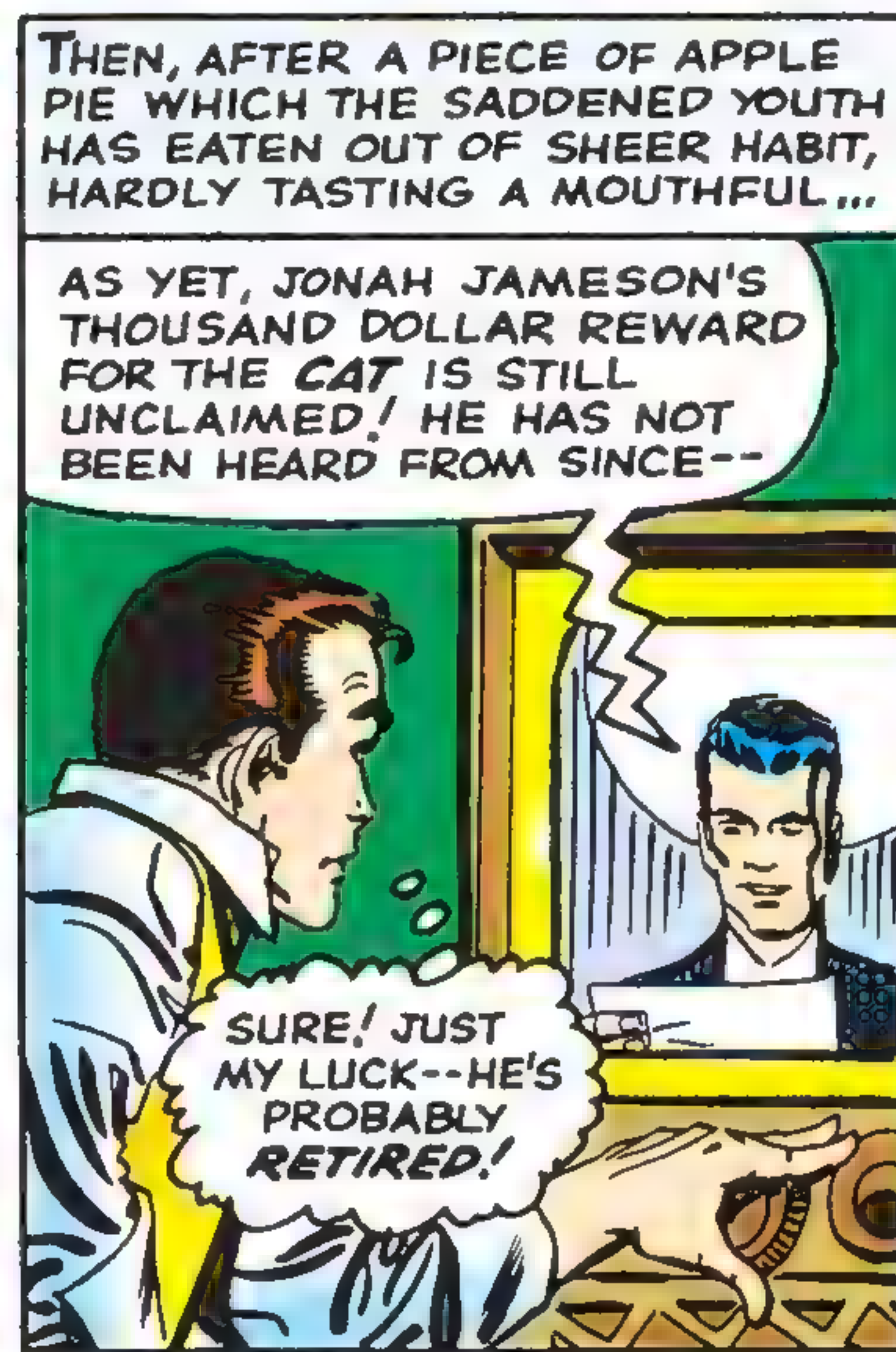
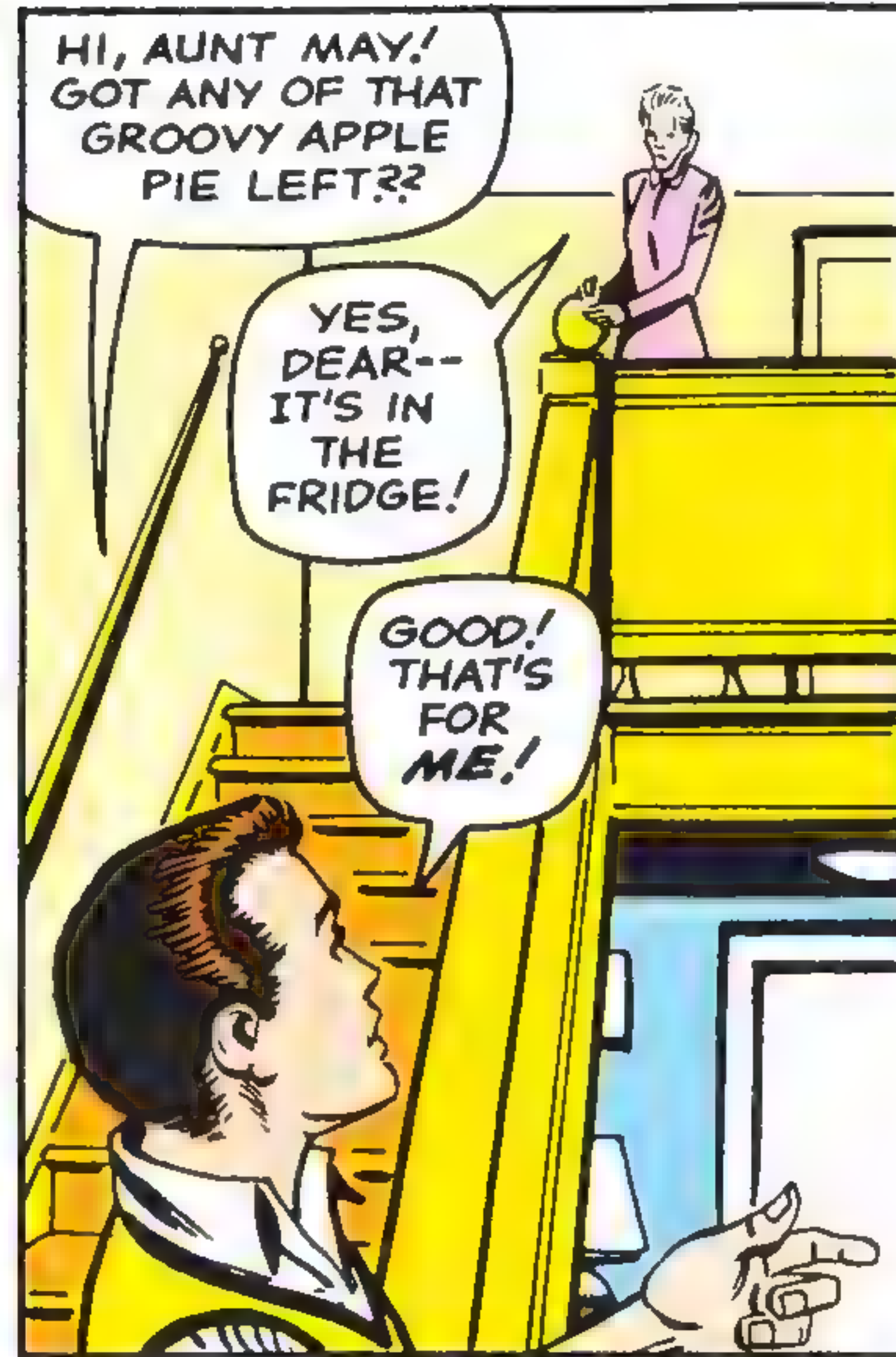
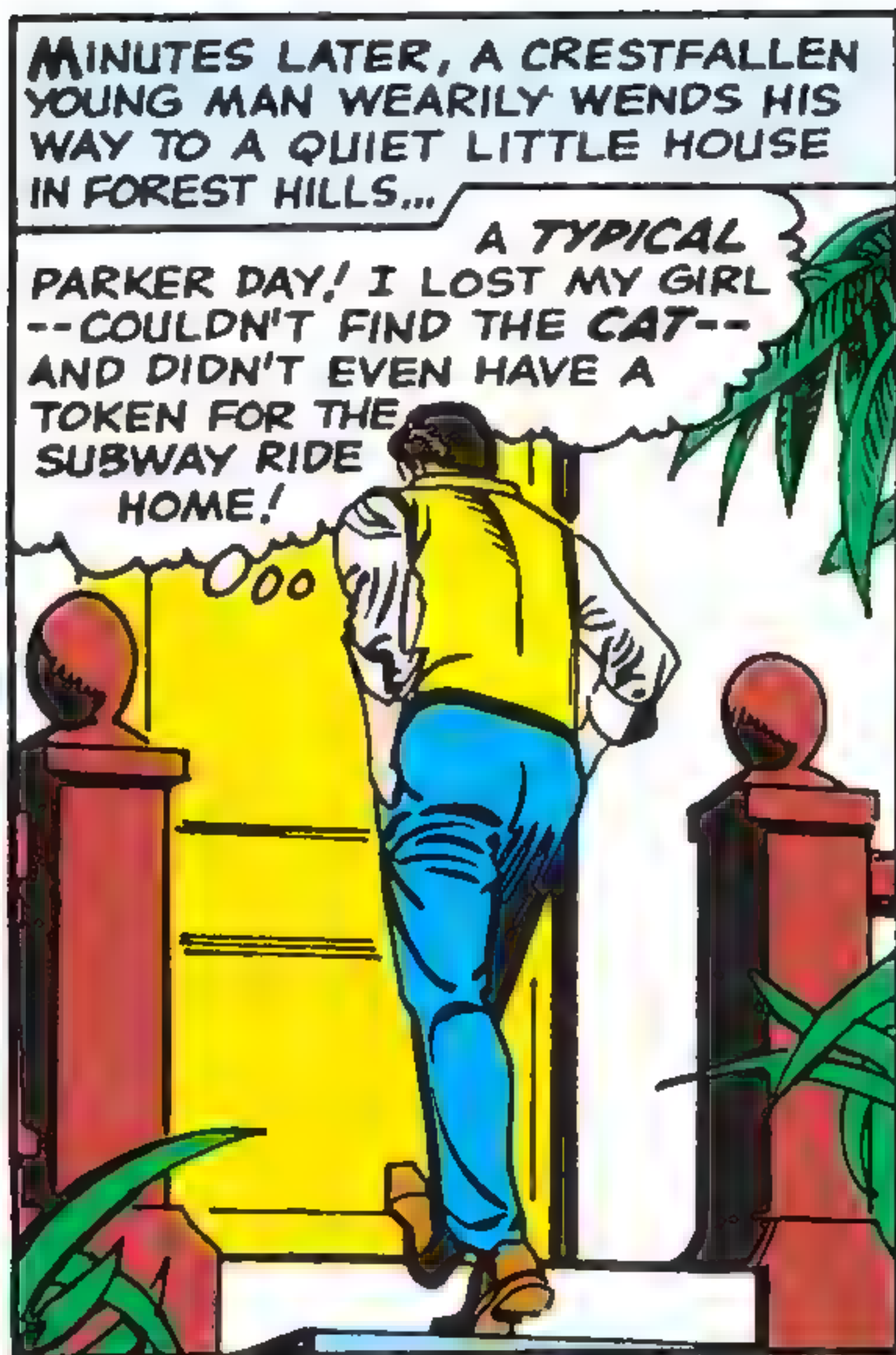
WHEEEEEOOO! OL' SPIDEY RIDES AGAIN!



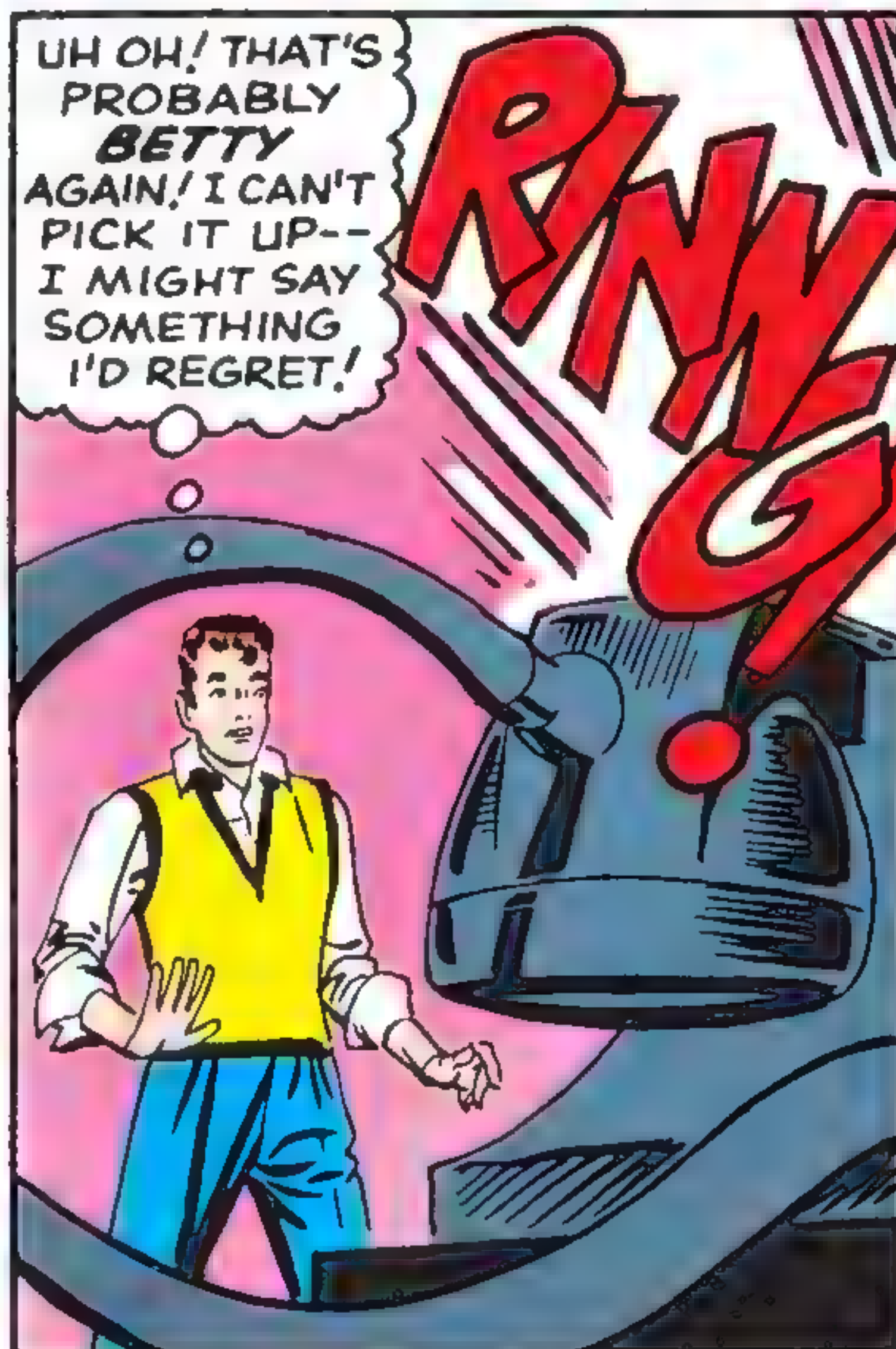










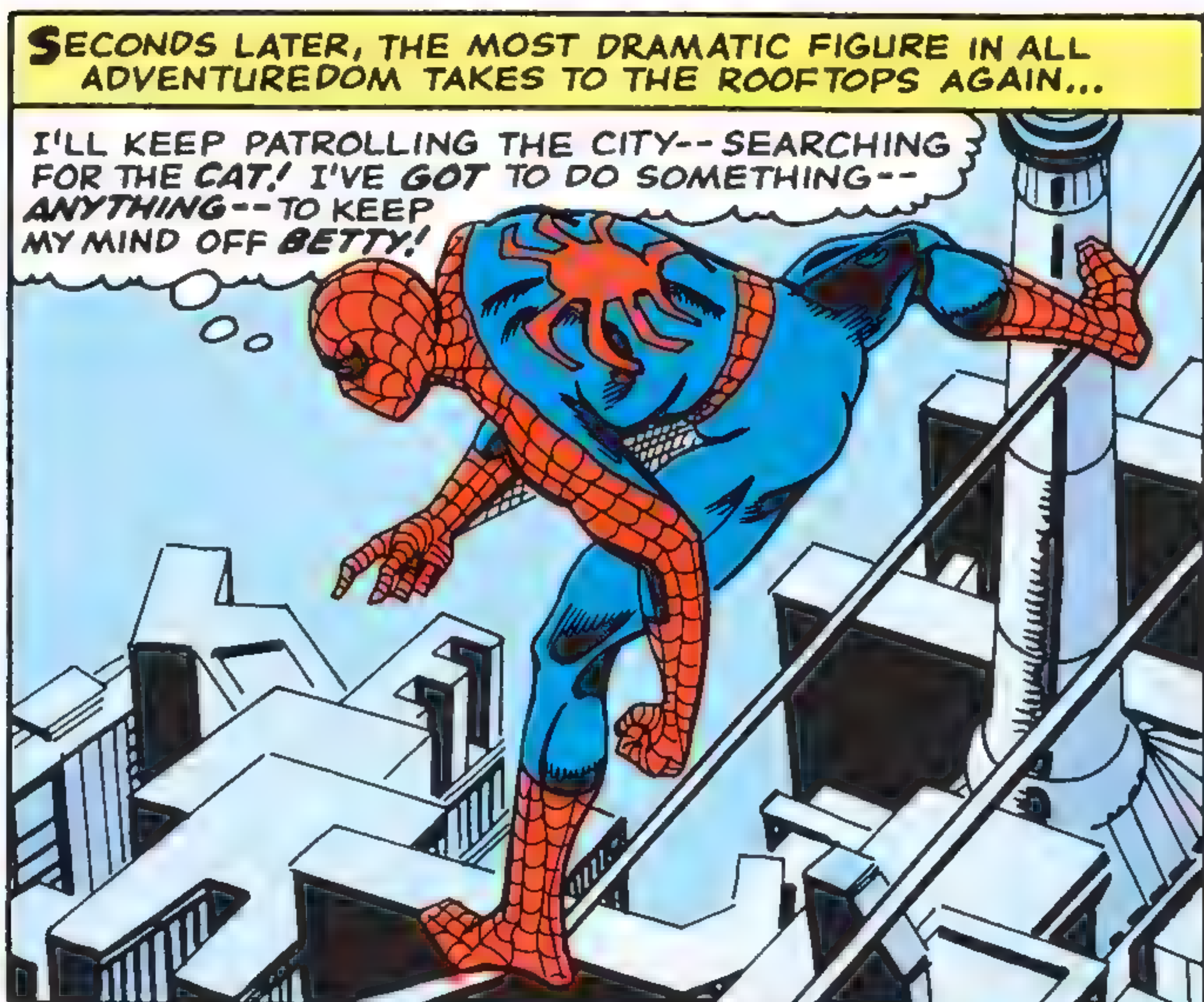






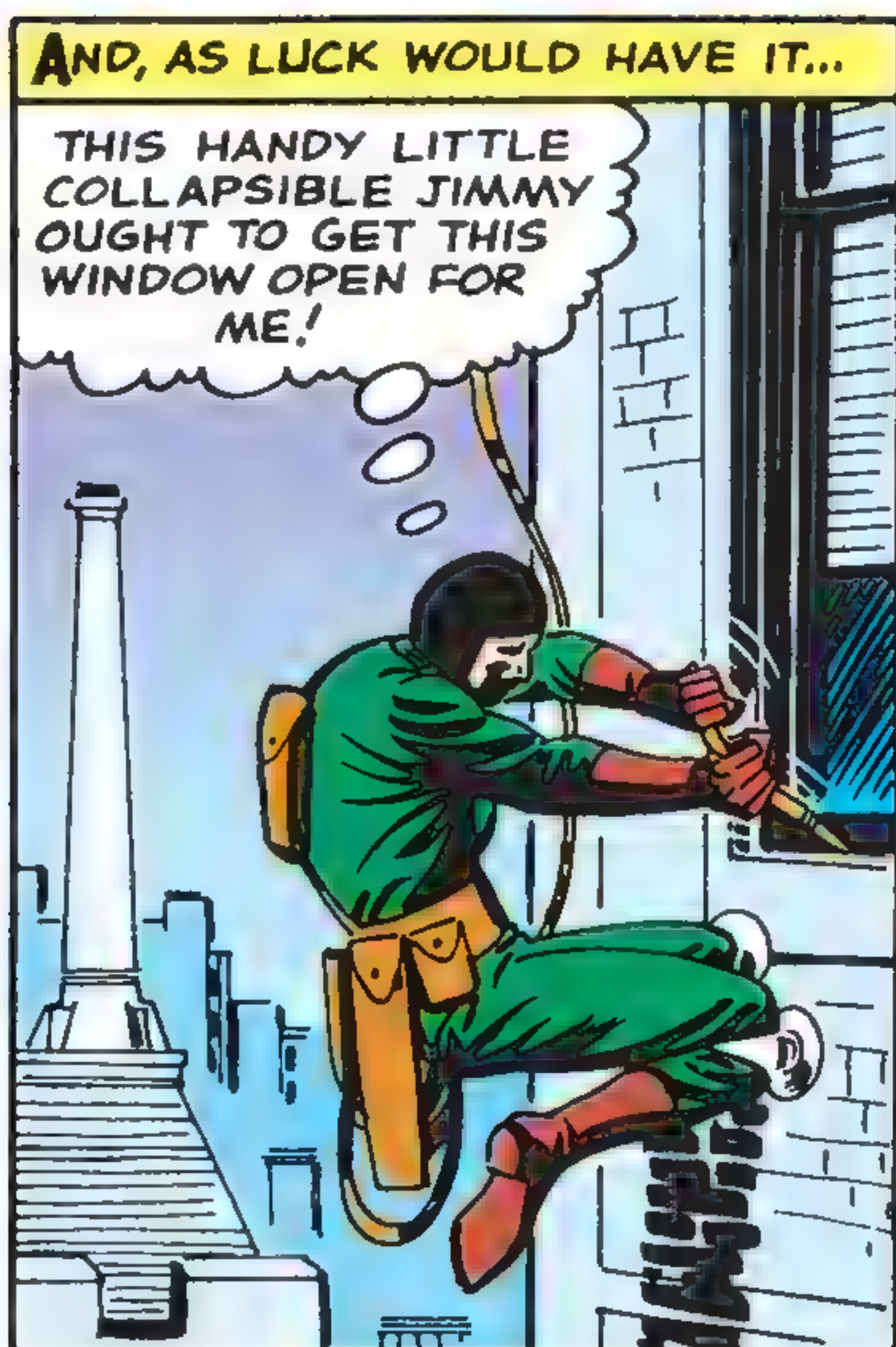
I CAN'T TAKE IT! IF I STAY THERE, I WON'T BE ABLE TO HELP MYSELF-- I'LL HAVE TO PICK IT UP!

I'LL GET OUT OF THE HOUSE! IT'S THE ONLY WAY!



SECONDS LATER, THE MOST DRAMATIC FIGURE IN ALL ADVENTUREDOM TAKES TO THE ROOFTOPS AGAIN...

I'LL KEEP PATROLLING THE CITY-- SEARCHING FOR THE CAT! I'VE GOT TO DO SOMETHING-- ANYTHING-- TO KEEP MY MIND OFF BETTY!



AND, AS LUCK WOULD HAVE IT...

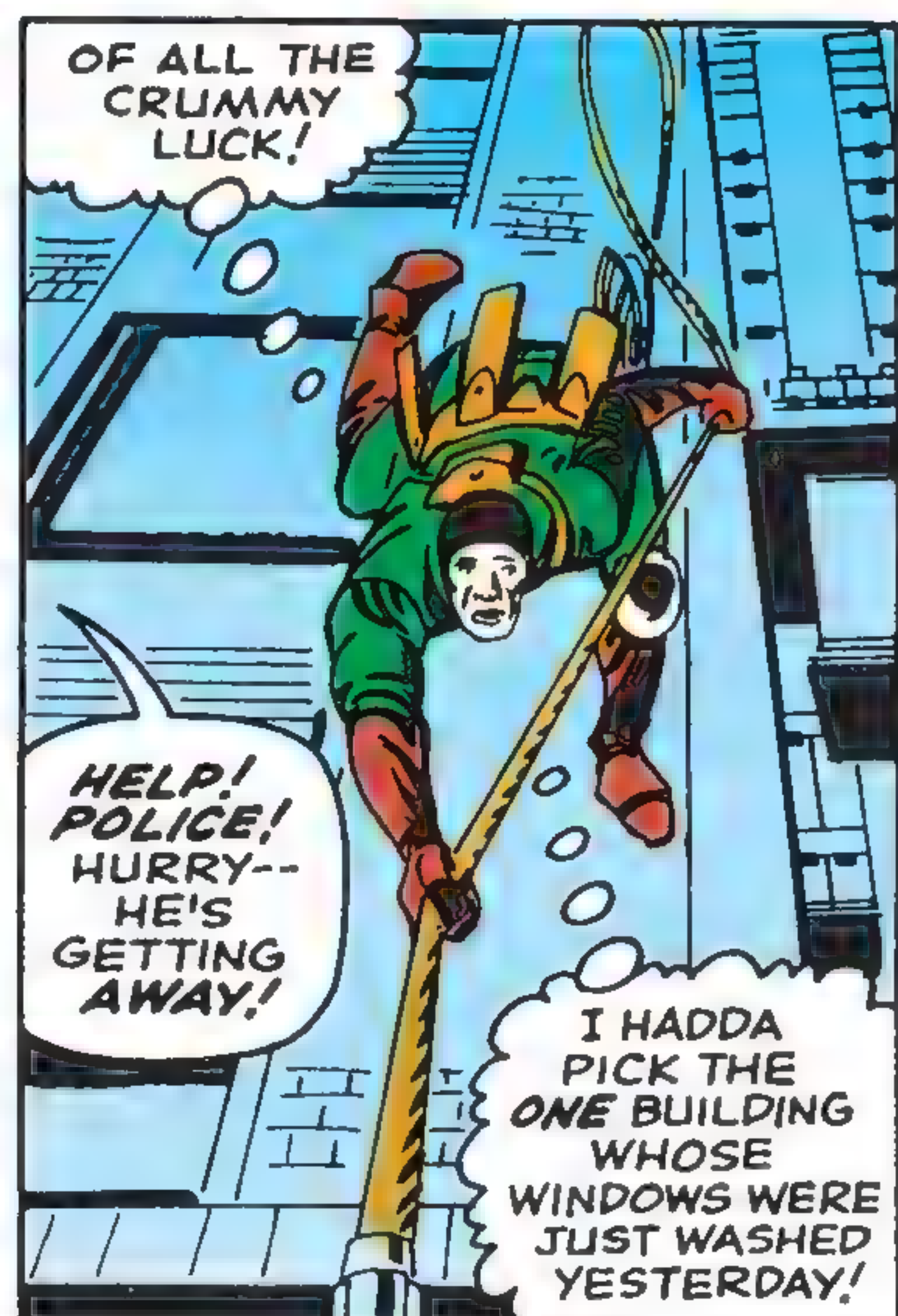
THIS HANDY LITTLE COLLAPSIBLE JIMMY OUGHT TO GET THIS WINDOW OPEN FOR ME!



HEY! WHAT'S GOING ON THERE? OUR WINDOWS WERE JUST WASHED YESTERDAY!

WAIT A MINUTE! YOU'RE NO WINDOW WASHER--!

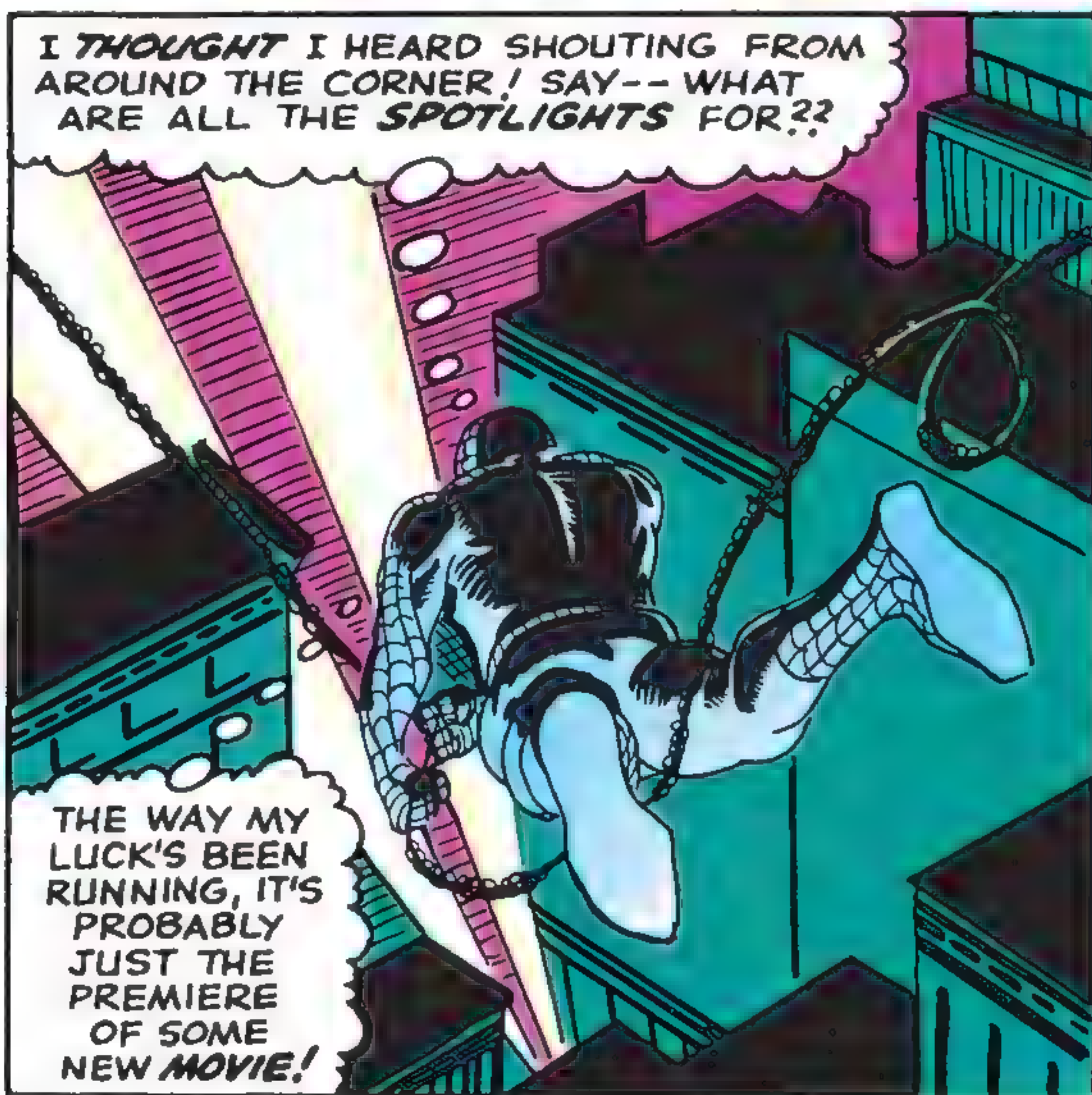
YOU'RE-- THE CAT!!



OF ALL THE CRUMMY LUCK!

HELP! POLICE! HURRY-- HE'S GETTING AWAY!

I HADDA PICK THE ONE BUILDING WHOSE WINDOWS WERE JUST WASHED YESTERDAY!



I THOUGHT I HEARD SHOUTING FROM AROUND THE CORNER! SAY-- WHAT ARE ALL THE SPOTLIGHTS FOR??

THE WAY MY LUCK'S BEEN RUNNING, IT'S PROBABLY JUST THE PREMIERE OF SOME NEW MOVIE!



ATTENTION, VIEWERS! WE'RE BRINGING YOU ON-THE-SPOT COVERAGE OF A POLICE DRAGNET, IN THIS SPECIAL PUBLIC AFFAIRS TELECAST!

THE NOTORIOUS CAT BURGLAR, FOR WHOM ONE OF HIS VICTIMS, J. JONAH JAMESON, HAS OFFERED A THOUSAND DOLLARS REWARD, HAS BEEN REPORTED IN THIS AREA! THE STREET IS CORDONED OFF, AND--

KEEP THE CAMERA ON THAT BUILDING, JOE! IT'S THE PLACE WHERE HE WAS LAST SPOTTED! STEADY NOW--!

TRAIN THOSE LIGHTS ON EVERY INCH OF THIS STREET! HE WON'T ESCAPE US THIS TIME!



AND, ALONE IN HIS OFFICE, J. JONAH SETTLES BACK WITH A HAPPY HEART, FOR THE FIRST TIME IN HOURS...

AHHH -- I'VE GOT IT MADE NOW! THERE'S THE CAT, TRYING TO DODGE THE SPOTLIGHTS!

HE HASN'T GOT A CHANCE!

WAIT A MINUTE!!! THE LIGHTS HAVE PICKED UP ANOTHER FIGURE!

IT LOOKS LIKE-- IT--IT CAN'T BE-- ULP-- IT IS! IT'S SPIDER-MAN!

GET AWAY FROM THERE!! QUIT BUTTING IN! IT'S NOT YOUR FIGHT! GO AWAY!!

WHY DID THIS HAPPEN TO ME? EVERYTHING WAS GOING SO WELL!! WHY AM I ALWAYS PLAGUED BY THAT WEB-HEAD?? WHY? WHY? WHY??

WITHER THOU GOEST, I GO, PUSSYCAT!

OF ALL THE CRUMMY LUCK! AS IF IT'S NOT BAD ENOUGH HAVING THE POLICE ON MY TAIL, NOW I'VE GOT SPIDER-MAN CHASING AFTER ME! I'LL HAVE TO OUTSMART HIM, SOMEHOW!

HAH! YOU DIDN'T EXPECT ME TO TURN SO SUDDENLY AND SHINE A BLINDING BEAM IN YOUR EYES!!

TO TELL THE TRUTH, LOUD-MOUTH-- I DIDN'T!

I WAS CARELESS! THE CAT IS NOBODY'S FOOL!

HE'S SWINGING A ROPE AT ME-- WITH A GRAPPLING HOOK AT ONE END!

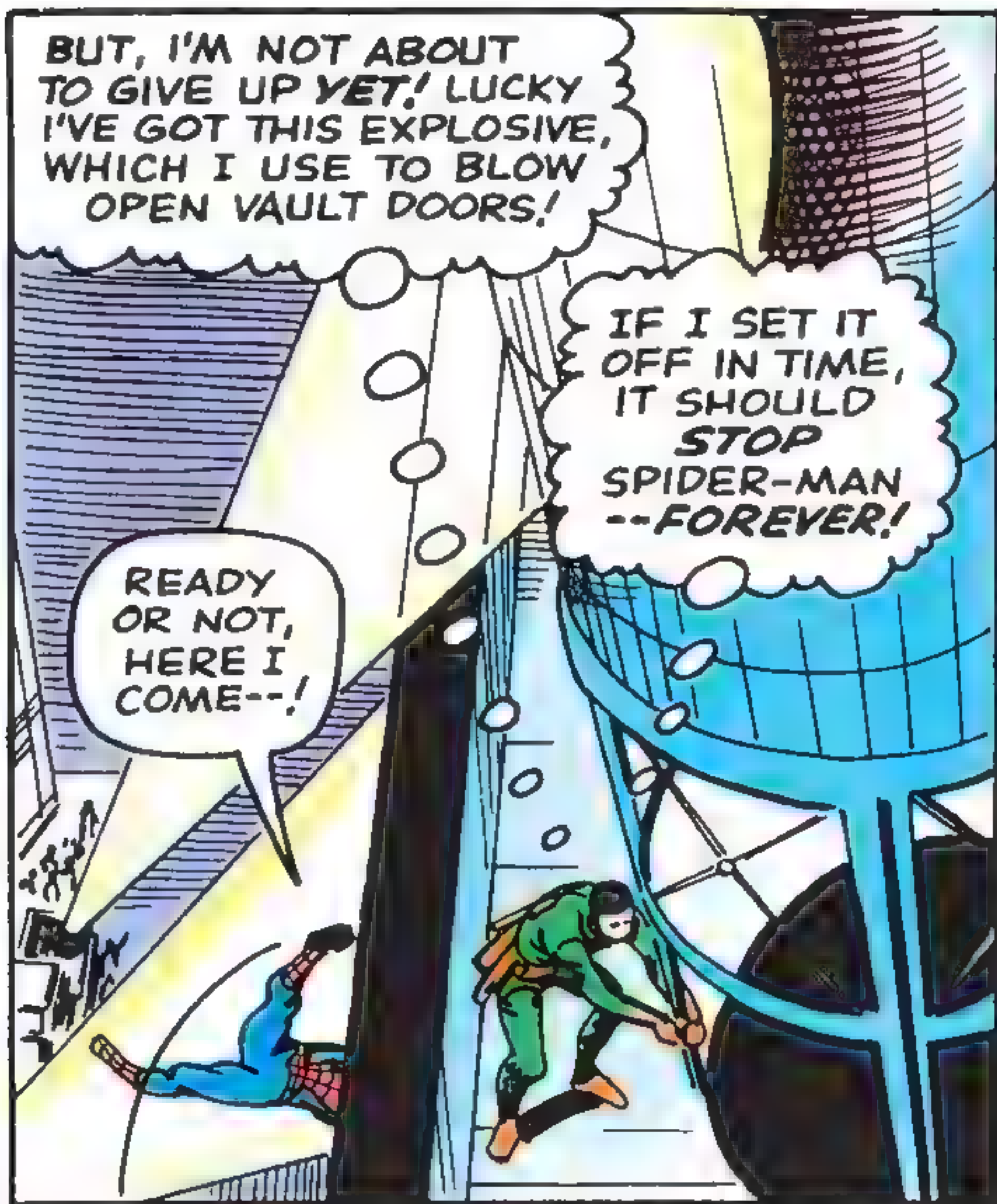
I'VE GOT TO DODGE IT, EVEN THOUGH THE SUDDEN MOVE WILL SEND ME HURLING OVER THE LEDGE!

HAH! THE GREAT SPIDER-MAN, DEFEATED BY A SIMPLE EVERY-DAY DEVICE WHICH I USE IN PLYING MY "TRADE"!!!

DEFEATED?? BITE YOUR TONGUE, CHUM! I'LL BE BACK FOR MORE PLAYTIME BEFORE YOU KNOW IT!

I FORGOT HOW AGILE HE IS --HOW HE CAN CLING TO WALLS!!





BUT, I'M NOT ABOUT TO GIVE UP YET! LUCKY I'VE GOT THIS EXPLOSIVE, WHICH I USE TO BLOW OPEN VAULT DOORS!

IF I SET IT OFF IN TIME, IT SHOULD STOP SPIDER-MAN -- FOREVER!

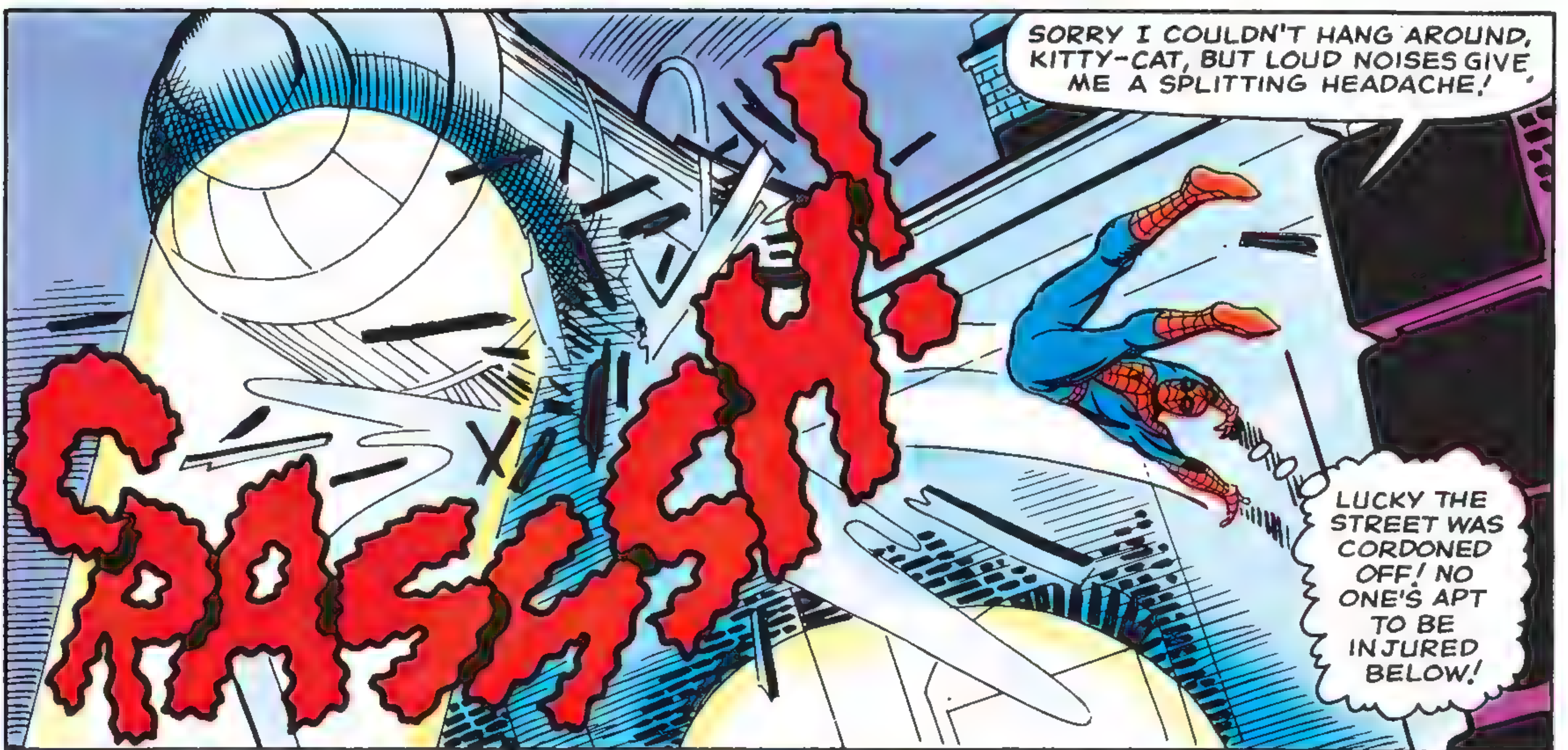
READY OR NOT, HERE I COME--!



AND, ANYONE AROUND MY BASE IS IT!

HEY!! HOLY SMOKE-- WHAT GAME ARE YOU PLAYING ??!

SOMETHING TELLS ME I'VE WORN OUT MY WELCOME WITH THAT GUY!



SORRY I COULDN'T HANG AROUND, KITTY-CAT, BUT LOUD NOISES GIVE ME A SPLITTING HEADACHE!

LUCKY THE STREET WAS CORDONED OFF! NO ONE'S APT TO BE INJURED BELOW!



IF I DIDN'T KNOW BETTER, I'D SUSPECT YOU OF HARBORING A DEEP-SEATED HOSTILITY TOWARDS ME!

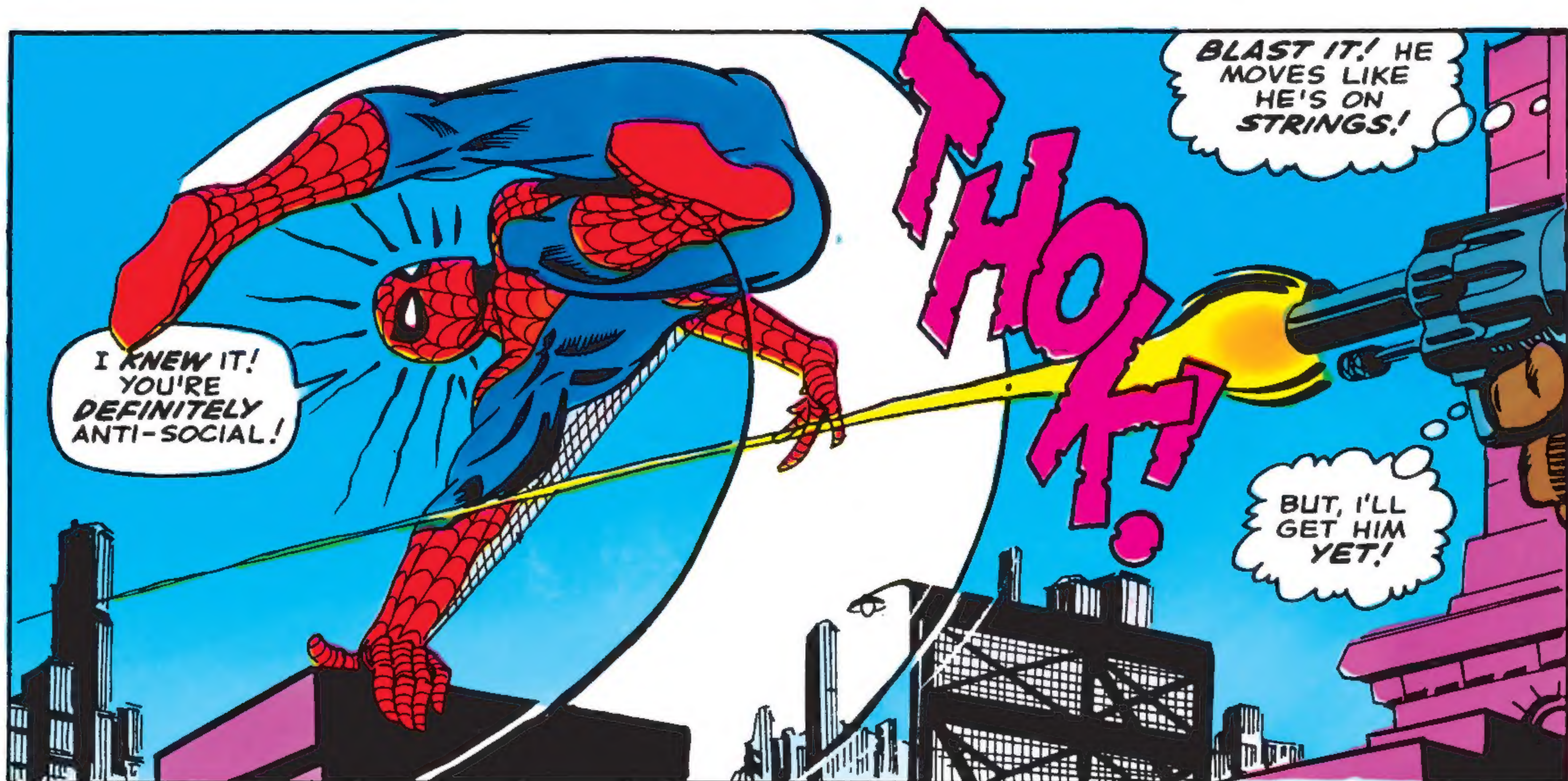
ISN'T THERE ANY WAY TO GET RID OF HIM??



IF YOU'RE DETERMINED TO PLAY FOLLOW-THE-LEADER, CAN'T YOU TRY SOME MORE INTERESTING STUNTS??

I'VE TRIED EVERYTHING ELSE-- BUT ONE THING THAT WON'T FAIL IS-- MY GUN!

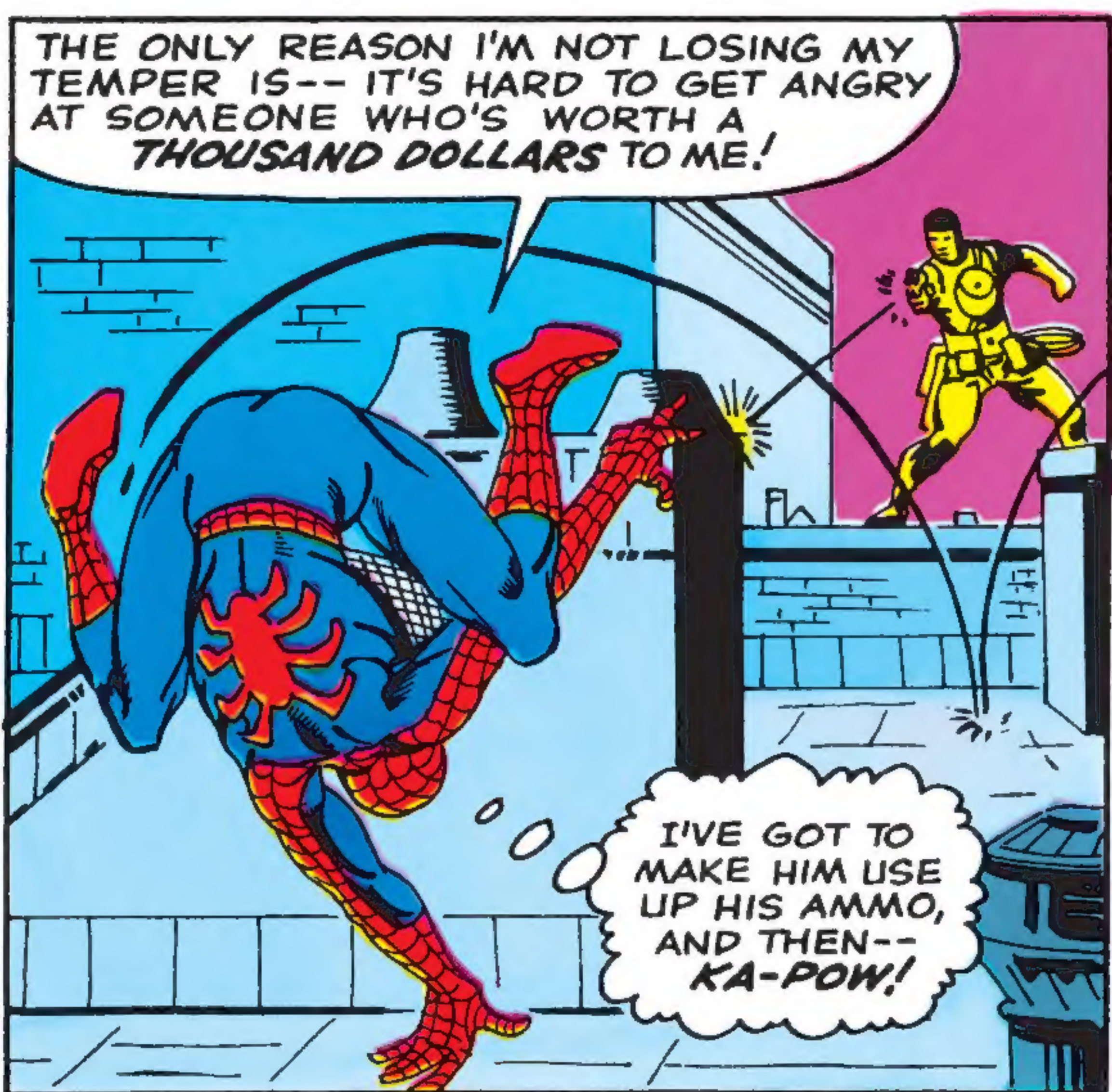




I *KNEW* IT!  
YOU'RE  
DEFINITELY  
ANTI-SOCIAL!

BLAST IT! HE  
MOVES LIKE  
HE'S ON  
STRINGS!

BUT, I'LL  
GET HIM  
YET!



THE ONLY REASON I'M NOT LOSING MY  
TEMPER IS-- IT'S HARD TO GET ANGRY  
AT SOMEONE WHO'S WORTH A  
THOUSAND DOLLARS TO ME!

I'VE GOT TO  
MAKE HIM USE  
UP HIS AMMO,  
AND THEN--  
KA-POW!



CAT! THROW DOWN YOUR GUN AND SURRENDER!  
YOU HAVEN'T A CHANCE!

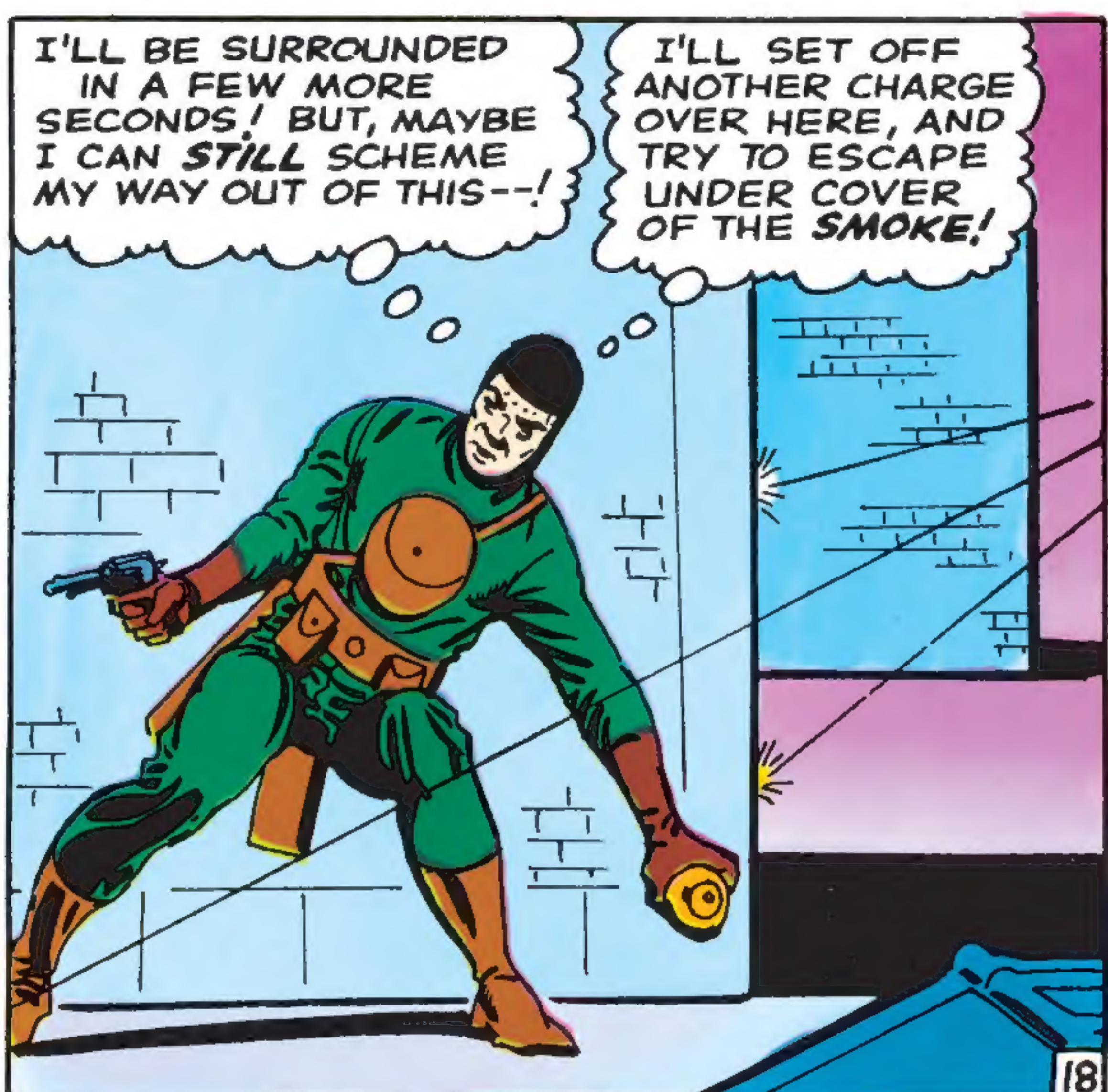
COPS!! WHILE I WAS  
CONCENTRATING ON  
SPIDER-MAN, THEY  
MANAGED TO REACH  
THE ROOFS AHEAD  
OF ME!

NOW I'M  
REALLY  
IN FOR  
IT!



THAT'S *THAT*! TOO MUCH LEAD FLYING  
AROUND UP THERE FOR COMFORT!  
I'LL JUST GET OUT OF THE LINE OF  
FIRE FOR A WHILE!

I DON'T WANNA  
BE ONE OF  
THOSE INNOCENT  
BYSTANDERS I  
SOMETIMES  
READ ABOUT!



I'LL BE SURROUNDED  
IN A FEW MORE  
SECONDS! BUT, MAYBE  
I CAN *STILL* SCHEME  
MY WAY OUT OF THIS--!

I'LL SET OFF  
ANOTHER CHARGE  
OVER HERE, AND  
TRY TO ESCAPE  
UNDER COVER  
OF THE *SMOKE*!







AND, AS THE NOW-SUBDUED CAT BURGLAR IS QUIETLY LED AWAY...

ANYWAY, IT WON'T BE A **TOTAL** LOSS! I'LL BE ABLE TO SELL THESE PHOTOS OF THE CAT'S CAPTURE TO JOLLY JONAH FOR A TIDY SUM!

THOUGH I SURE HATE TO SEE THAT LUCKY GUY GET OFF THE HOOK WITH THE REWARD SO EASILY!

AND, IN JAMESON'S OFFICE...

**WHEW!** SO, THE GOOD GUYS **DO** WIN OUT IN THE END, AFTER ALL! EVERYTHING TURNED OUT FINE FOR ME, AT LAST! I GUESS IT'S BECAUSE I'M SUCH A KINDLY, LOVABLE CHARACTER!

LATER, WHEN PETER BRINGS THE NEWLY-DEVELOPED PHOTOS TO THE "DAILY BUGLE" OFFICES...

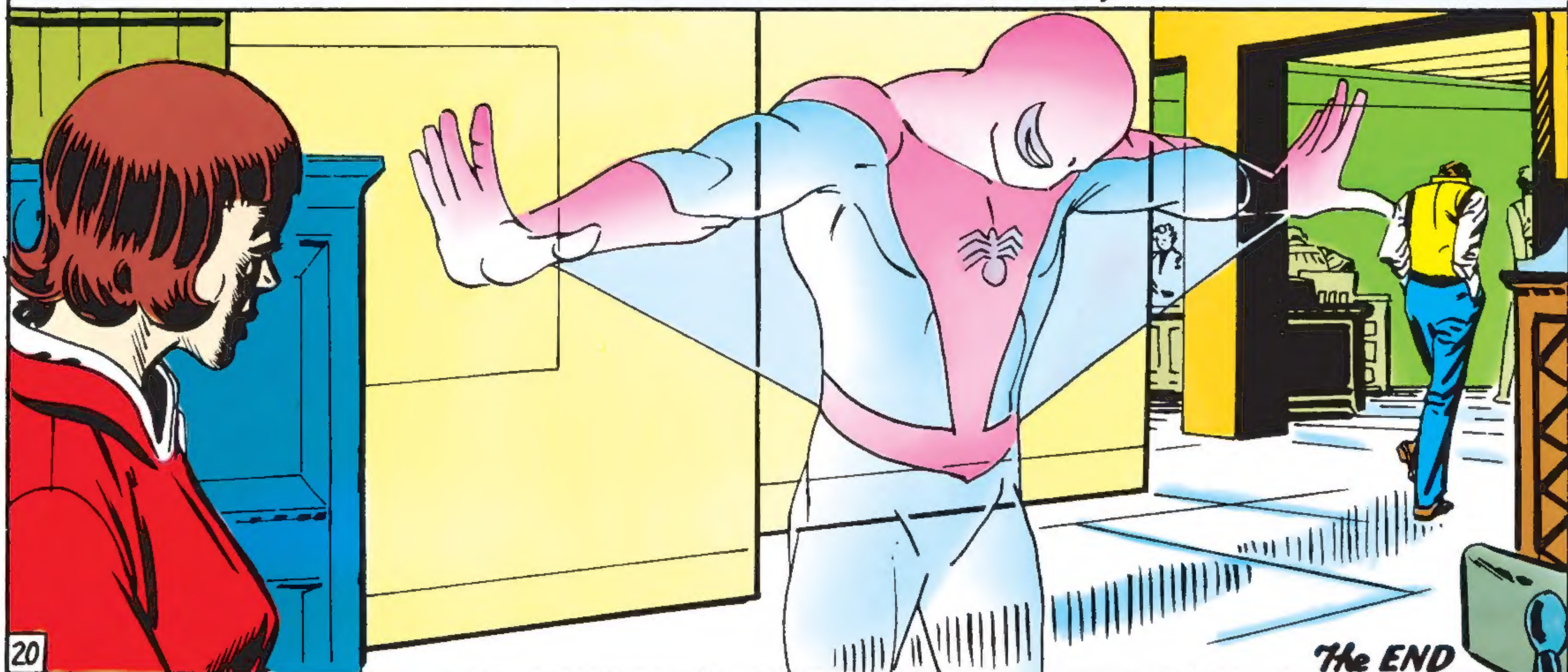
PETER! I'VE BEEN HOPING YOU'D DROP BY! I SIMPLY **MUST** TALK TO YOU--!

WHY BOTHER, BETTY! THERE'S NOTHING MORE FOR US TO SAY! LEEDS PROPOSED TO YOU-- AND HE'S THE KIND OF GUY YOU **WANT**! SO, LET'S JUST LEAVE IT AT THAT!

NOT BAD, PARKER-- NOT BAD! OF COURSE, THEY'RE NOT WORTH MUCH IN COLD CASH, BUT I CAN AFFORD TO BE GENEROUS, SEEING I SAVED THE REWARD MONEY!

PAY ME WHATEVER YOU WANT TO, MR. JAMESON! I DON'T CARE! NOTHING SEEMS TO MATTER MUCH --ANY MORE--!

AND SO, WE TAKE OUR LEAVE OF PETER PARKER FOR NOW, AS HE AND THE GIRL HE LOVES GO THEIR SEPARATE WAYS-- BOTH TRAGICALLY KEPT APART BY THE MYSTERIOUS, EVER-PRESENT FIGURE WHOM THE WORLD KNOWS ONLY AS-- **SPIDER-MAN!**





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